CARNIVAL PLC Form 4 February 24, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** RATCLIFFE PETER GERVIS			2. Issuer Name and Ticker or Trading Symbol CARNIVAL PLC [CUK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
C/O CARNI CORPORAT AVE		NW 87TH	(Month/Day/Year) 02/23/2006	X Director 10% OwnerX Officer (give title Other (specify below) CEO, P&O Princess Cruises Int.			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MIAMI, FL	33178		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			

		141)IC 1 - 1 (UII-	Derivative	Secu	rics Acquii	cu, Disposcu oi,	or Denemeral	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
Ordinary			Code V	Amount	(D)	Price			
Shares	02/23/2006		$A_{\underline{(1)}} V$	16,553	A	\$ 0	53,532	D	
Ordinary Shares	02/23/2006		A(2)	428	A	\$ 0	53,960	D	
Ordinary Shares	02/23/2006		A(3)	13,304	A	\$ 0	67,264	D	
Ordinary Shares	02/23/2006		S	27,036	D	\$ 54.3375	40,228	D	

Edgar Filing: CARNIVAL PLC - Form 4

(e.g., puts, calls, warrants, options, convertible securities)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amoun	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	B) Derivati	ve		Securiti	ies	(Instr. 5)
	Derivative				Securiti	es		(Instr. 3	3 and 4)	
	Security				Acquire	d				
					(A) or					
					Dispose	d				
					of (D)					
					(Instr. 3	,				
					4, and 5)				
								,	Amount	
									or	
						Date	Expiration		Number	
						Exercisable	Date		of	
				Code	V (A) (D)			Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

RATCLIFFE PETER GERVIS C/O CARNIVAL CORPORATION 3655 NW 87TH AVE **MIAMI, FL 33178**

X

CEO, P&O Princess Cruises Int.

Signatures

Peter G. 02/23/2006 Ratcliffe

**Signature of Date

Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Award of Carnival plc ordinary shares ("Share Award") under the Carnival plc Deferred Bonus and Co-Investment Matching Plan. The
- (1) Share Award is subject to a three year retention period ending on the date the Carnival plc financial results for fiscal year 2008 are
- Represents settlement of the dividend equivalents accummulated during the retention period of a Share Award granted in 2003 ("2003 **(2)** Share Award"), which has now been released.
- Represents additional matching shares in an amount equal to, and in connection with, the 2003 Share Award for which certain performance targets have been attained.

Reporting Owners 2

Edgar Filing: CARNIVAL PLC - Form 4

(4) Actual transaction price is in pounds sterling. Represents US dollar equivalent price based on the exchange rate on the date of sale. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays
a currently valid OMB number.