**CARNIVAL PLC** Form 4

January 19, 2005

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

See Instruction

ARISON MICKY MEIR			SOII _	2. Issuer Name and Ticker or Trading  Symbol					Issuer				
				CARNIV	AL PLC	[CUK]		(Check all applicable)					
(Last)	(First)	(Midd	ile)	3. Date of Earliest Transaction					(				
3655 N.W. 87 AVENUE			(Month/Day/Year) 01/17/2005					X DirectorX 10% OwnerX Officer (give title Other (specify below) Chairman and CEO					
(Street)				4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
MIAMI, FL 33178-2428				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-De	erivative Se	ecuriti	ies Acq	uired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) I	Execution any	emed on Date, if //Day/Year)	3. Transaction Code (Instr. 8)	4. Securit or(A) or Dis (D) (Instr. 3, 4	sposed	of 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Ordinary Shares									0	D			
Trust Shares (beneficial interest in special voting share) (1) (2) (3) (4)	01/17/2005				A	60,000	A	\$ 0	2,599,265	I	By MA 1997 Holdings, L.P.		

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date A		Amou	int of	Derivative	De
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Ве
	Derivative				Securities			(Instr.	3 and 4)		O
	Security				Acquired						Fo
					(A) or						Re
					Disposed						Tr
					of (D)						(It
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Expirat Exercisable Date	Expiration		Number		
							Date	11116	of		
				Code V	(A) (D)				Shares		
				Code v	(A) $(D)$				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
ARISON MICKY MEIR 3655 N.W. 87 AVENUE MIAMI, FL 33178-2428	X	X	Chairman and CEO					

## **Signatures**

/s/ Micky M. 01/19/2005 Arison \*\*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).
- Represents trust shares (the "Trust Shares") of beneficial interests in P&O Princess Special Voting Trust (the "Trust"). In connection with the dual listed company transaction between Carnival plc (formerly known as P&O Princess Cruises plc) and Carnival Corporation (the "DLC Transaction"), Carnival plc issued one special voting share to the Trust and, following a series of transactions, the Trust Shares were distributed to holders of common stock of Carnival Corporation (the "Carnival Corporation Common Stock").
- Following the completion of the DLC Transaction, if Carnival Corporation issues Carnival Corporation Common Stock to a person, the Trust will issue an equivalent number of Trust Shares to such person. The Trust Shares are paired with shares of Carnival Corporation Common Stock and are represented by the same stock certificate. The Trust Shares represent a beneficial interest in the Carnival plc special voting share.

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The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the Trust Shares and an interest in the Carnival plc special voting share. However, the reporting person disclaims such group membership, and this report shall not be deemed an admission that the reporting person is a member of a Section 13(d) group that owns more than 10% of the Trust Shares and an interest in the Carnival plc special voting share for purposes of Section 16 or for any other purpose.

On January 17, 2005, Micky Arison received 60,000 restricted shares of Carnival Corporation common stock under the Carnival

Corporation 2002 Stock Plan and the Executive Long-Term Compensation Agreement between Micky Arison and Carnival Corporation.

On that same day, Micky Arison transferred all 60,000 shares of Carnival Corporation common stock to MA 1997 Holdings, L.P. for no consideration. The restrictions on the 60,000 shares lapse effective January 17, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* 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.