**CARNIVAL PLC** 

Form 4 June 21, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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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

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* ETERNITY FOUR TRUST

(First)

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

CARNIVAL PLC [CUK]

3. Date of Earliest Transaction

Director

\_X\_\_ 10% Owner

(Month/Day/Year) C/O CITIGROUP INSTITUTIONAL 06/17/2005

(Middle)

TRUST CO., 824 MARKET

Officer (give title \_\_X\_\_ Other (specify below) below) See footnote 1 below

(Check all applicable)

STREET, SUITE 210

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

WILMINGTON, DE 19801

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	ecurit	ties Acqui	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3) Ordinary Shares	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed	d of (D)	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)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005		S	2,400 (4)	D	\$ 54.97	64,102,125	D (1)	
Trust Shares (beneficial interest in	06/17/2005		S	2,600 (4)	D	\$ 54.98	64,099,525	D (1)	

special voting share) (2) (3)							
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	1,400 (4)	D	\$ 55	64,098,125	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	16,600 (4)	D	\$ 55.03	64,081,525	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	5,200 (4)	D	\$ 55.04	64,076,325	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	8,600 ( <u>4)</u>	D	\$ 55.09	64,067,725	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	4,300 ( <u>4)</u>	D	\$ 55.1	64,063,425	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	9,200 ( <u>4)</u>	D	\$ 55.11	64,054,225	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	10,000	D	\$ 55.12	64,044,225	D (1)
Trust Shares (beneficial	06/17/2005	S	5,700 (4)	D	\$ 55.13	64,038,525	D (1)

interest in special voting share) (2) (3)							
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	4,000 (4)	D	\$ 55.14	64,034,525	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	500 (4)	D	\$ 55.17	64,034,025	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	5,000 (4)	D	\$ 55.18	64,029,025	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	2,200 (4)	D	\$ 55.25	64,026,825	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	2,200 ( <u>4)</u>	D	\$ 55.3	64,024,625	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	2,100 ( <u>4)</u>	D	\$ 55.35	64,022,525	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	2,900 ( <u>4)</u>	D	\$ 55.38	64,019,625	D (1)
	06/17/2005	S		D		64,015,125	D (1)

Trust Shares (beneficial interest in special voting share) (2) (3)			4,500 (4)		\$ 55.39		
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	5,000 (4)	D	\$ 55.41	64,010,125	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	3,200 (4)	D	\$ 55.42	64,006,925	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	3,400 ( <u>4)</u>	D	\$ 55.44	64,003,525	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	1,800 (4)	D	\$ 55.45	64,001,725	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	4,300 (4)	D	\$ 55.47	63,997,425	D (1)
Trust Shares (beneficial interest in special voting share) (2) (3)	06/17/2005	S	2,900 (4)	D	\$ 55.49	63,994,525	D (1)
Trust Shares (beneficial interest in special voting	06/17/2005	S	5,000 (4)	D	\$ 55.51	63,989,525	D (1)

share)  $\frac{(2)}{(3)}$ 

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.

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ETERNITY FOUR TRUST C/O CITIGROUP INSTITUTIONAL TRUST CO. 824 MARKET STREET, SUITE 210 WILMINGTON, DE 19801

X See footnote 1 below

## **Signatures**

/s/ John J. O'Neil, Attorney-in-Fact for Citigroup Institutional Trust Company,
Trustee

06/21/2005

\*\*Signature of Reporting Person

Date

# **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).

The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the trust shares ("Trust Shares") of beneficial interests in P&O Princess Special Voting Trust (the "Trust") and an interest in the Carnival plc special voting share. However,

(1) 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.

Reporting Owners 5

- Represents Trust Shares of beneficial interests in 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
- (2) 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.
- (3) The prices included on this form represent the sales price for the paired Trust Shares and shares of Carnival Corporation Common Stock.
- (4) The shares covered by this form are being sold pursuant to a Rule 10b5-1(c) sales plan dated February 18, 2005.

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.