

CARNIVAL CORP
Form 4
February 11, 2016

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DONALD ARNOLD W

(Last) (First) (Middle)

CARNIVAL CORPORATION, 3655
N.W. 87TH AVENUE

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CARNIVAL CORP [CCL]

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/09/2016 | | A ⁽¹⁾ | V Amount 54,834 ⁽²⁾ | (A) or (D) Price \$ 0 | 211,879.732 ⁽³⁾ | D |
| Common Stock | 02/09/2016 | | S | (A) or (D) Price \$ 40.79 | 23,281 ⁽⁴⁾ | 188,598.732 | D |
| Common Stock | | | | | | 1,807 | I |

By The
Arnold W.
Donald
Revocable
Trust Uad
5/26/98

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- (3) Includes shares from a settlement of dividend equivalents accumulated during the restricted period of a Performance RSU award originally granted in 2013, which has now vested.
- (4) Represents a surrender of shares to satisfy the tax obligation on the vesting of the Performance RSUs.

This transaction was executed in multiple trades. The price reported reflects the average sale price. The reporting person hereby

- (5) undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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