CARNIVAL CORP Form 4

November 05, 2004

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

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Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MA 1997 HOLDINGS LP			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	CARNIVAL CORP [CCL] 3. Date of Earliest Transaction	(Check all applicable)			
1201 NORTH MARKET STREET			(Month/Day/Year) 11/05/2004	Director 10% Owner Officer (give titleX Other (specification) See Footnote (1) Below			
(Street) WILMINGTON, DE 19899-1347			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			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	using Disposed of an Rapaficially Owner			

(City)	(State) (Table	e I - Non-l	De	rivative Se	curiti	es Acqu	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.		4. Securities	s Acqu	iired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio		on(A) or Disposed of (D)			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	((Instr. 3, 4 a	and 5)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8))				Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(4)		Reported			
						(A)		Transaction(s)			
			Code V	V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock (1) (2)	11/05/2004		G	:	377,078	A	\$0	2,539,265	D		

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)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Α.			
									mount		
						Date	Expiration	or			
					Exercisable	Date	Title Numb				
								of			
				Code V	(A) (D)			Sł	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MA 1997 HOLDINGS LP 1201 NORTH MARKET STREET WILMINGTON, DE 19899-1347

See Footnote (1) Below

Signatures

/s/ John J. O'Neil, Vice President

11/05/2004

**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 Common Stock of Carnival

 Corporation. 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 Common Stock of Carnival Corporation for purposes of Section 16 or for any other purpose.
 - Pursuant to the terms of the agreement governing the Nickel 2003 GRAT, 377,078 shares of Carnival Corporation Common Stock were returned to Micky Arison on November 4, 2004. The transfer to Mr. Arison was exempt under Rule 16a-13. On that same day, Micky
- (2) Arison gifted the 377,078 shares of Carnival Corporation Common Stock to the Nickel 2003 Revocable Trust, which contributed the shares to MA 1997 Holdings, L.P. Micky Arison beneficially owns all shares of Carnival Corporation Common Stock held by the Nickel 2003 GRAT and MA 1997 Holdings, L.P.

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.

Reporting Owners 2