

Edgar Filing: CARNIVAL CORP - Form 8-K

CARNIVAL CORP  
Form 8-K  
January 08, 2003

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 8, 2003

CARNIVAL CORPORATION  
(Exact name of registrant as specified in its charter)

Republic of Panama (State or other jurisdiction of incorporation)	1-9610 (Commission File Number)	59-1562976 (I.R.S. Employer Identification No.)
---	---------------------------------------	---

3655 N.W. 87th Avenue, Miami, Florida (Address of principal executive offices)	33178-2428 (zip code)
---	--------------------------

Registrant's telephone number, including area code: (305) 599-2600

Item 5. Other Events and Regulation FD Disclosure.

On January 8, 2003, Carnival Corporation (the "Registrant") issued a press release with respect to the proposed implementation of a dual listed company structure with P&O Princess Cruises plc ("P&O Princess") and related offer to exchange up to 20% of P&O Princess' outstanding ordinary shares for shares of the common stock of the Registrant.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit	Exhibit Description
---------	---------------------

## Edgar Filing: CARNIVAL CORP - Form 8-K

- 99.1 Press Release of the Registrant dated January 8, 2002.
- 99.2 Offer and Implementation Agreement, dated January 8, 2003, between the Registrant and P&O Princess.
- 99.3 Form of Equalization and Governance Agreement between the Registrant and P&O Princess.
- 99.4 Form of SVE Special Voting Deed.
- 99.5 Form of Third Amended and Restated Articles of Incorporation of the Registrant.
- 99.6 Form of Amended and Restated By-laws of the Registrant.
- 99.7 Form of Amended Memorandum of Association of P&O Princess.
- 99.8 Form of Amended Articles of Association of P&O Princess.
- 99.9 Form of Carnival Deed of Guarantee between the Registrant and P&O Princess in favor of creditors.
- 99.10 Form of P&O Princess Deed of Guarantee between the Registrant and P&O Princess in favor of creditors.
- 99.11 Form of Carnival Deed by the Registrant in favor of P&O Princess shareholders.
- 99.12 Directors of the Registrant and P&O Princess.

### Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 8, 2003

CARNIVAL CORPORATION

By: /s/ Kenneth D. Dubbin

-----  
Kenneth D. Dubbin  
Vice President

### Exhibit List

- | Exhibit | Exhibit Description   |
|---------|---|
| 99.1    | Press Release of the Registrant dated January 8, 2002.  |
| 99.2    | Offer and Implementation Agreement, dated January 8, 2003, between the Registrant and P&O Princess. |

## Edgar Filing: CARNIVAL CORP - Form 8-K

- 99.3 Form of Equalization and Governance Agreement between the Registrant and P&O Princess.
- 99.4 Form of SVE Special Voting Deed.
- 99.5 Form of Third Amended and Restated Articles of Incorporation of the Registrant.
- 99.6 Form of Amended and Restated By-laws of the Registrant.
- 99.7 Form of Amended Memorandum of Association of P&O Princess.
- 99.8 Form of Amended Articles of Association of P&O Princess.
- 99.9 Form of Carnival Deed of Guarantee between the Registrant and P&O Princess in favor of creditors.
- 99.10 Form of P&O Princess Deed of Guarantee between the Registrant and P&O Princess in favor of creditors.
- 99.11 Form of Carnival Deed by the Registrant in favor of P&O Princess shareholders.
- 99.12 Directors of the Registrant and P&O Princess.