**CARNIVAL PLC** Form 4

October 26, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

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**OMB APPROVAL** 

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

See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Artsfare 2005 Trust No. 2

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

(Middle)

CARNIVAL PLC [CUK] 3. Date of Earliest Transaction

(Check all applicable)

(Month/Day/Year)

C/O SUNTRUST DELAWARE

10/24/2007

Director 10% Owner Officer (give title \_\_X\_ Other (specify

below) See Footnote 1 below

TRUST COMPANY, 1011 CENTRE ROAD, SUITE 108

(Street)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

WILMINGTON, DE 19805

(City)	(State) (Zij	Table I	- Non-Der	ivative Sec	uritie	s Acquir	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3, 4)	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 (representing a beneficial interest) (2) (3)	10/24/2007		S	12,275 (4)	D	\$ 48	32,853,989	D (1)	
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007		S	16,800 (4)	D	\$ 48.01	32,837,189	D (1)	

Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	7,300 (4)	D	\$ 48.02	32,829,889	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	200 (4)	D	\$ 48.03	32,829,689	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	2,400 (4)	D	\$ 48.04	32,827,289	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	1,000 (4)	D	\$ 48.1	32,826,289	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	51,500	D	\$ 48.1	32,774,789	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	12,125	D	\$ 48.11	32,762,664	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	14,400	D	\$ 48.12	32,748,264	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	5,800	D	\$ 48.13	32,742,464	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	6,600	D	\$ 48.14	32,735,864	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	15,800	D	\$ 48.15	32,720,064	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	5,100	D	\$ 48.16	32,714,964	D (1)
	10/24/2007	S	5,600	D		32,709,364	D (1)

Trust Shares (representing a beneficial interest) (2) (3)					\$ 48.17		
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	8,800	D	\$ 48.18	32,700,564	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	2,884	D	\$ 48.19	32,697,680	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	10,016	D	\$ 48.2	32,687,664	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	5,600	D	\$ 48.21	32,682,064	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	5,200	D	\$ 48.22	32,676,864	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	2,900	D	\$ 48.23	32,673,964	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	200	D	\$ 48.24	32,673,764	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	700	D	\$ 48.25	32,673,064	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	3,700	D	\$ 48.26	32,669,364	D (1)
Trust Shares (representing a beneficial interest) (2) (3)	10/24/2007	S	200	D	\$ 48.27	32,669,164	D (1)
	10/24/2007	S	2,900	D		32,666,264	D (1)

Trust Shares	\$
(representing	48.28
a beneficial	
interest) $(2)$ $(3)$	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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. Transac Code (Instr. 8	5. tiorNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code \	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Keint	Jonships	прэ		
. 0	Director	10% Owner	Officer	Other		
Artsfare 2005 Trust No. 2						
C/O SUNTRUST DELAWARE TRUST COMPANY				See Footnote		
1011 CENTRE ROAD, SUITE 108				1 below		
WILMINGTON, DE 19805						

# **Signatures**

/s/ John J. O'Neil, Attorney-in-Fact for SunTrust Delaware Trust Company, 10/26/2007 Trustee

> \*\*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,

Reporting Owners 4

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.

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) These shares were sold pursuant to a Rule 10b5-1(c) sales plan dated October 24, 2007.

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.