

ZUCKER UZI
Form 4
February 01, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
ZUCKER UZI

2. Issuer Name and Ticker or Trading Symbol
CARNIVAL PLC [CUK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
870 5TH AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2005

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

NEW YORK, NY 10021

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

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

(City) (State) (Zip)

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)
			Code	V	Amount	(D)	Price
Trust Shares (beneficial interest in special voting share) (1)	01/31/2005		M		1,200	A	\$ 25.915
Trust Shares (beneficial interest in special voting	01/31/2005		M		1,200	A	\$ 22.57
					62,400		

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share) ⁽¹⁾

Trust
Shares
(beneficial
interest in
special
voting
share) ⁽¹⁾

01/31/2005 M 1,200 A \$ 27.875 63,600 D

Trust
Shares
(beneficial
interest in
special
voting
share) ⁽¹⁾

01/31/2005 M 1,200 A \$ 34.45 64,800 D

Trust
Shares
(beneficial
interest in
special
voting
share) ⁽¹⁾

01/31/2005 S 1,800 D \$ 57.45 63,000 D

Trust
Shares
(beneficial
interest in
special
voting
share) ⁽¹⁾

01/31/2005 S 3,000 D \$ 57.43 60,000 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.

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code V	(A) (D)		Title

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						Date Exercisable	Expiration Date	Trust Shares (beneficial interest in special voting share) ⁽¹⁾	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 25.915	01/31/2005	M	1,200	04/17/2004	04/17/2011	Trust Shares (beneficial interest in special voting share) ⁽¹⁾	1,200	
Stock Option (Right to Buy)	\$ 22.57	01/31/2005	M	1,200	10/08/2004	10/08/2011	Trust Shares (beneficial interest in special voting share) ⁽¹⁾	1,200	
Stock Option (Right to Buy)	\$ 27.875	01/31/2005	M	1,200	12/02/2004	12/02/2012	Trust Shares (beneficial interest in special voting share) ⁽¹⁾	1,200	
Stock Option (Right to Buy)	\$ 34.45	01/31/2005	M	1,200	10/13/2004	10/13/2013	Trust Shares (beneficial interest in special voting share) ⁽¹⁾	1,200	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZUCKER UZI 870 5TH AVENUE NEW YORK, NY 10021		X		

Signatures

Uzi Zucker 01/31/2005
 **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).

Represents trust shares (the "Trust Shares") of beneficial interests in P&O Princess Voting Trust (the "Trust"). In connection with the dual listed company transaction between Carnival plc (fka 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

- (1) holders of common stock of Carnival Corporation (the "Carnival Corporation Common Stock"). Since completion of the DLC Transaction on April 17, 2003, 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.

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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