

FRANK HOWARD S
Form 4
January 06, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
FRANK HOWARD S

(Last) (First) (Middle)

C/O CARNIVAL CORPORATION, 3655 NW 87TH AVE

(Street)

MIAMI, FL 33178

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/05/2006

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)
Vice Chairman & COO

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)
Trust Shares (beneficial interest in special voting share) (2)	01/05/2006		M	31,800	A \$ 26.4062	357,536.6265 (1)	D
Trust Shares (beneficial interest in	01/05/2006		S	1,000	D \$ 54.3	356,536.6265 (1)	D

Edgar Filing: FRANK HOWARD S - Form 4

special
voting
share) (2)

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	4,700	D	\$ 54.25	<u>351,836.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	1,300	D	\$ 54.24	<u>350,536.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	1,800	D	\$ 54.23	<u>348,736.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	200	D	\$ 54.2	<u>348,536.6265</u> (1)	D
---	------------	---	-----	---	---------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	1,700	D	\$ 54.19	<u>346,836.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	400	D	\$ 54.18	<u>346,436.6265</u> (1)	D
---	------------	---	-----	---	----------	----------------------------	---

Trust Shares	01/05/2006	S	8,600	D	\$ 54.17	<u>337,836.6265</u> (1)	D
-----------------	------------	---	-------	---	----------	----------------------------	---

(beneficial
interest in
special
voting
share) (2)

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	2,100	D	\$ 54.16	<u>335,736.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	3,600	D	\$ 54.15	<u>332,136.6265</u> (1)	D
---	------------	---	-------	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	900	D	\$ 54.14	<u>331,236.6265</u> (1)	D
---	------------	---	-----	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	300	D	\$ 54.13	<u>330,936.6265</u> (1)	D
---	------------	---	-----	---	----------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	3,000	D	\$ 54.1	<u>327,936.6265</u> (1)	D
---	------------	---	-------	---	---------	----------------------------	---

Trust Shares (beneficial interest in special voting share) <u>(2)</u>	01/05/2006	S	2,200	D	\$ 54	<u>325,736.6265</u> (1)	D
---	------------	---	-------	---	-------	----------------------------	---

Edgar Filing: FRANK HOWARD S - Form 4

Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	M	68,200	A	\$ 26.4062	393,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	M	160,000	A	\$ 29.8125	553,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	M	80,000	A	\$ 22.57	633,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	M	60,000	A	\$ 27.875	693,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	S	1,000	D	\$ 54.03	692,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special voting share) ⁽²⁾	01/06/2006	S	20,000	D	\$ 54.01	672,936.6265 <u>(1)</u>	D
Trust Shares (beneficial interest in special	01/06/2006	S	48,600	D	\$ 54	624,336.6265 <u>(1)</u>	D

voting
share) (2)

Trust
Shares
(beneficial
interest in 01/06/2006
special
voting
share) (2)

S 15,000 D \$ 53.96 609,336.6265 D
(1)

Trust
Shares
(beneficial
interest in 01/06/2006
special
voting
share) (2)

S 283,600 D \$ 53.95 325,736.6265 D
(1)

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)

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)	Date Exercisable Expiration Date	Title Amount Number of Shares
Stock Option (Right to Buy)	\$ 26.4062	01/05/2006		M	31,800	<u>(3)</u> 01/12/2008	Trust Shares (beneficial interest in special voting share) <u>(2)</u> 31,800
Stock Option (Right to Buy)	\$ 26.4062	01/06/2006		M	68,200	<u>(3)</u> 01/12/2008	Trust Shares (beneficial interest in special voting 68,200

Edgar Filing: FRANK HOWARD S - Form 4

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.

- (3) The option vested in equal installments on the first through fifth anniversaries of the January 12, 1998 grant date.
- (4) The option vested in equal installments on the first through fourth anniversaries of the January 8, 2001 grant date.
- (5) The option vested in equal installments on the first through fourth anniversaries of the October 8, 2001 grant date.
- (6) The option vested in equal installments on the first through third anniversaries of the December 2, 2002 grant date.

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.