

Freedman Larry R.  
Form 4  
April 17, 2013

# 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 *<br>Freedman Larry R. |         |          | 2. Issuer Name and Ticker or Trading Symbol<br>CARNIVAL CORP [CCL] |  | 5. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/15/2013     |  | <input type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer (give title below) Chief Accounting Officer / VP & Controller<br><input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Other (specify below) |  |
| CARNIVAL CORPORATION, 3655 NW 87TH AVE                         |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)               |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                     |  |
| (City)   | (State) | (Zip)    | MIAMI, FL 33178  |  |   |  |

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 04/15/2013                           |  | A                              |   | 1,209 (1)   | A  | \$ 0 26,532 (2) D                 |
| Common Stock                    | 04/15/2013                           |  | F                              |   | 348 (3)   | D  | \$ 33.17 26,184 D                 |
| Common Stock                    | 04/15/2013                           |  | F                              |   | 6,797 (4)   | D  | \$ 33.17 19,387 D                 |

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

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number.

**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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |                 |
|--|---------------|-----------|--------------------------|-----------------|
|  | Director      | 10% Owner | Officer                  | Other           |
| Freedman Larry R.<br>CARNIVAL CORPORATION<br>3655 NW 87TH AVE<br>MIAMI, FL 33178 |               |           | Chief Accounting Officer | VP & Controller |

## Signatures

/s/ Larry R.  
Freedman

04/17/2013

\_\_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).

- On April 11, 2012, the reporting person was granted 2,016 performance-based restricted stock units ("Performance RSUs"). The Reporting Person may earn from 0-200% of his target amount of Performance RSUs depending on the extent of Carnival Corporation & plc's earnings per share growth over the three-year performance period ending with fiscal 2014, subject to his continued employment during the performance period (with earlier partial vesting in certain cases upon eligibility for retirement, or death or disability, prior to the expiration of the performance period). Because the Reporting Person is now eligible for retirement due to his age, 1,209 Performance RSU's vested on April 15, 2013.
- (1) Represents settlement of dividend equivalents accumulated during the restricted period of a restricted stock unit award which has now vested.
  - (2) Represents a surrender of shares to satisfy the tax obligation on the vesting of the Performance RSUs.
  - (3) Represents a surrender of shares to satisfy the tax obligation on the vesting of restricted stock released on April 15, 2013 as a result of the Reporting Person becoming eligible for retirement due to his age.

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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