

CARNIVAL CORP
Form 4
May 31, 2007

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 *
ARISON SHARI

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O ISRAEL ARISON
FOUNDATION, MARCAZ GOLDA
CTR 23 SHAUL HAMALECH
BLVD

3. Date of Earliest Transaction
(Month/Day/Year)
05/29/2007

____ Director
____ Officer (give title below) Other (specify below)
See Footnote (1)

(Street)
TEL AVIV, L3 64367

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | | | | | 1,200 | I | By Children |
| Common Stock | 05/29/2007 | | S | | \$ 50.19 | D | (1) |
| Common Stock | 05/29/2007 | | S | | \$ 50.2 | D | (1) |
| Common Stock | 05/29/2007 | | S | | \$ 50.21 | D | (1) |
| Common Stock | 05/29/2007 | | S | | | D | (1) |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|-------|-------|-----------|-------|
| Common Stock | | | | | \$ | | | |
| | | | | | 50.22 | | | |
| Common Stock | 05/29/2007 | S | <u>2,400</u> (2) | D | \$ | 50.23 | 1,569,852 | D (1) |
| Common Stock | 05/29/2007 | S | <u>1,200</u> (2) | D | \$ | 50.24 | 1,568,652 | D (1) |
| Common Stock | 05/29/2007 | S | <u>1,700</u> (2) | D | \$ | 50.25 | 1,566,952 | D (1) |
| Common Stock | 05/29/2007 | S | <u>2,000</u> (2) | D | \$ | 50.26 | 1,564,952 | D (1) |
| Common Stock | 05/29/2007 | S | <u>1,200</u> (2) | D | \$ | 50.27 | 1,563,752 | D (1) |
| Common Stock | 05/29/2007 | S | <u>1,700</u> (2) | D | \$ | 50.28 | 1,562,052 | D (1) |
| Common Stock | 05/29/2007 | S | <u>6,100</u> (2) | D | \$ | 50.29 | 1,555,952 | D (1) |
| Common Stock | 05/29/2007 | S | <u>7,000</u> (2) | D | \$ | 50.3 | 1,548,952 | D (1) |
| Common Stock | 05/29/2007 | S | <u>2,600</u> (2) | D | \$ | 50.31 | 1,546,352 | D (1) |
| Common Stock | 05/29/2007 | S | <u>5,700</u> (2) | D | \$ | 50.32 | 1,540,652 | D (1) |
| Common Stock | 05/29/2007 | S | <u>4,100</u> (2) | D | \$ | 50.33 | 1,536,552 | D (1) |
| Common Stock | 05/29/2007 | S | <u>8,600</u> (2) | D | \$ | 50.34 | 1,527,952 | D (1) |
| Common Stock | 05/29/2007 | S | <u>3,500</u> (2) | D | \$ | 50.35 | 1,524,452 | D (1) |
| Common Stock | 05/29/2007 | S | <u>2,200</u> (2) | D | \$ | 50.36 | 1,522,252 | D (1) |
| Common Stock | 05/29/2007 | S | <u>1,500</u> (2) | D | \$ | 50.37 | 1,520,752 | D (1) |
| Common Stock | 05/29/2007 | S | <u>4,400</u> (2) | D | \$ | 50.38 | 1,516,352 | D (1) |
| Common Stock | 05/29/2007 | S | <u>10,100</u> (2) | D | \$ | 50.39 | 1,506,252 | D (1) |
| Common Stock | 05/29/2007 | S | <u>7,900</u> (2) | D | \$ | 50.4 | 1,498,352 | D (1) |
| Common Stock | 05/29/2007 | S | <u>5,100</u> (2) | D | \$ | 50.41 | 1,493,252 | D (1) |
| | 05/29/2007 | S | | D | | | 1,486,052 | D (1) |

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| | | | | | | | | |
|--------------|------------|---|--|---------------|----|---|-----------|-------|
| Common Stock | | | | 7,200 (2) | \$ | | | 50.42 |
| Common Stock | 05/29/2007 | S | | 5,100 (2) | \$ | D | 1,480,952 | D (1) |
| Common Stock | 05/29/2007 | S | | 2,800 (2) | \$ | D | 1,478,152 | D (1) |
| Common Stock | 05/29/2007 | S | | 6,400 (2) | \$ | D | 1,471,752 | D (1) |
| Common Stock | 05/29/2007 | S | | 15,600 (2) | \$ | D | 1,456,152 | 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (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 |
| ARISON SHARI C/O ISRAEL ARISON FOUNDATION MARCAZ GOLDA CTR 23 SHAUL HAMALECH BLVD TEL AVIV, L3 64367 | | | | See Footnote (1) |

Signatures

/s/ John J. O'Neil,
Attorney-in-Fact

05/31/2007

__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 Common Stock of Carnival Corporation. However, the reporting person disclaims such group membership, and this report shall not be deemed an admission that the
(1) reporting person is a member of a Section 13(d) group that owns more than 10% of the Common Stock of Carnival Corporation for purposes of Section 16 or for any other purpose.
(2) The shares covered by this form were sold pursuant to a Rule 10b5-1(c) sales plan dated April 30, 2007.

Remarks:

Form 1 of 2 form 4s

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.