## Edgar Filing: Bernstein David - Form 4

Bernstein Da	ivid										
Form 4 January 21, 2	2011										
	_								OMB AI	PPROVAL	
FORM	UNITE	D STATES		ITIES A hington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1	CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Expires: January 3 200 Estimated average burden hours per				
Form 4 o Form 5 obligatio may cont <i>See</i> Instru 1(b).	Filed p ns Section 1 inue.	7(a) of the		ility Hold	ling Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40	response n	0.5	
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Bernstein David (Last) (First) (Middle)			2. Issuer Name <b>and</b> Ticker or Trading Symbol CARNIVAL CORP [CCL]				g	5. Relationship of Reporting Person(s) to Issuer			
			3. Date of Earliest Transaction (Check all applicable)						e)		
(Last) CARNIVAI NW 87TH A	L CORPORAT	. ,	(Month/Da 01/19/20	ay/Year)	ansaction			Director <u>X</u> Officer (give below) Sr. Vice Pr		o Owner er (specify e,CFO	
				If Amendment, Date Original iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
MIAMI, FL	33178							Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	becurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	any				4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A)			Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	01/19/2011			A <u>(1)</u>	11,673 (2)	A	\$ 0	55,290	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			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				
Bernstein David CARNIVAL CORPORATION 3655 NW 87TH AVE MIAMI, FL 33178			Sr. Vice President-Finance,CFO					
Signatures								
/s/ David 01/ Bernstein	21/2011							

<u>\*\*</u>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).
- (1) Grant of restricted stock made pursuant to the Carnival Corporation 2002 Stock Plan. The restriction on the shares lapse on the third anniversary of the grant date.

The grant was approved by the Compensation Committee as a total value to be received in the form of restricted shares. The

(2) Compensation Committee also approved that the number of shares was to be determined by dividing the value by the closing price on date of grant.

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.