

CONOVER PAMELA C

Form 4

October 27, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CONOVER PAMELA C

(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 [CCL]

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
__X__ Officer (give title _____ Other (specify
below) below)
Sr. Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/26/2004		M		9,600	A	\$ 26.4062	19,675	D
Common Stock	10/26/2004		M		24,000	A	\$ 29.8125	43,675	D
Common Stock	10/26/2004		M		15,000	A	\$ 22.57	58,675	D
Common Stock	10/26/2004		M		5,000	A	\$ 27.875	63,675	D
Common Stock	10/26/2004		M		5,000	A	\$ 34.45	68,675	D

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Common Stock	10/26/2004	S	8,500	D	\$ 50.1	60,175	D
Common Stock	10/26/2004	S	1,000	D	\$ 50.11	59,175	D
Common Stock	10/26/2004	S	8,000	D	\$ 50.12	51,175	D
Common Stock	10/26/2004	S	9,500	D	\$ 50.13	41,675	D
Common Stock	10/26/2004	S	1,300	D	\$ 50.16	40,375	D
Common Stock	10/26/2004	S	1,600	D	\$ 50.17	38,775	D
Common Stock	10/26/2004	S	2,700	D	\$ 50.18	36,075	D
Common Stock	10/26/2004	S	2,000	D	\$ 50.19	34,075	D
Common Stock	10/26/2004	S	1,100	D	\$ 50.2	32,975	D
Common Stock	10/26/2004	S	3,500	D	\$ 50.21	29,475	D
Common Stock	10/26/2004	S	500	D	\$ 50.22	28,975	D
Common Stock	10/26/2004	S	4,200	D	\$ 50.23	24,775	D
Common Stock	10/26/2004	S	8,500	D	\$ 50.24	16,275	D
Common Stock	10/26/2004	S	6,200	D	\$ 50.25	10,075	D
Common Stock	10/26/2004	S	1,000 (1)	D	\$ 50.26	9,075	D
Common Stock	10/26/2004	S	4,000 (1)	D	\$ 50.24	5,075	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.

SEC 1474
(9-02)

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)	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 or Number of Shares
Stock Option (Right to Buy)	\$ 26.4062	10/26/2004		M	9,600	01/12/2003	01/12/2008	Common Stock	9,600
Stock Option (Right to Buy)	\$ 29.8125	10/26/2004		M	24,000	01/08/2004	01/08/2011	Common Stock	24,000
Stock Option (Right to Buy)	\$ 22.57	10/26/2004		M	15,000	10/08/2004	10/08/2011	Common Stock	15,000
Stock Option (Right to Buy)	\$ 27.875	10/26/2004		M	5,000	12/02/2003	12/02/2012	Common Stock	5,000
Stock Option (Right to Buy)	\$ 34.45	10/26/2004		M	5,000	10/13/2004	10/13/2013	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONOVER PAMELA C C/O CARNIVAL CORPORATION 3655 NW 87TH AVE MIAMI, FL 33178			Sr. Vice President	

Signatures

Pamela C.
Conover

10/26/2004

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) Shares held jointly with spouse.

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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