FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	

STATEMENT	OF CHANGES	S IN BENEFICIAL	L OWNERSHIP

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)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	nd Address of ein David	Reporting Person*								or Tradii	ng Symbol			(Check	all app Direc		Ü	10% O	wner
	(Fir VAL CORPO V 87TH AV	ORATION	Midd	le)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2023 X Officer (give title below) CFO & CAO								pelow)	specily					
(Street) MIAMI (City)	FL (St		317 Zip)	8	4. If <i>i</i>	Amend	ment,	Date	of Or	riginal F	iled (Month/D	ay/Year		6. Indiv Line) X	Form	Joint/Group filed by One filed by Mor on	e Reportir	g Pers	on
		Table	1-1	Non-Deriva	tive	Secu	rities	Ac	quir	red, D	isposed o	f, or E	Benefic	cially	Own	ed			
1. Title of	Security (Ins	tr. 3)		2. Transaction Date (Month/Day/Ye	ar) E	A. Deen kecutio any lonth/D	n Date,	c	ransa ode (action (Instr.	4. Securities A Disposed Of (Acquired D) (Instr	I (A) or : 3, 4 and	5)	5. Ame Secur Benef Owner Follow	icially d	6. Owne Form: D (D) or Indirect (Instr. 4)	rect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								C	ode	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				
	res (benefic oting Share	cial Interest in		02/21/2023	3			1	A ⁽²⁾		84,007(3)	A	\$(0	22	25,146	D		
	res (benefic oting Share	cial Interest in		02/21/2023	3			1	A ⁽⁴⁾		168,014 ⁽⁵⁾	A	\$(0	39	93,160	D		
	res (benefic oting Share	cial Interest in		02/21/2023	3				S		107,119	D	\$11.07	783 ⁽⁶⁾	28	36,041	D		
		Tal	ble	II - Derivati (e.g., pu							posed of, , converti				wne	d			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exe if a	Deemed ecution Date, ny onth/Day/Year)	4. Transa Code 8)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D (Instr and 5	ative rities ired sed	Ex	piration onth/Da		Amor Secu Unde Deriv Secu 3 and	rlying ative rity (Instr	Deri Sec (Insi		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owi Fori Dire or li (I) (I	nership n: ct (D) ndirect nstr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- 1. Represents trust shares (the "Trust Shares") of beneficial interests in P&O Princess Voting Trust (the "Trust"). In connection with the dual listed company transaction between Carnival plc (fka P&O Princess Cruises plc) and Carnival Corporation (the "DLC Transaction"), Carnival plc issued one special voting share to the Trust and, following a series of transactions, the Trust Shares were distributed to holders of common stock of Carnival Corporation (the "Carnival Corporation Common Stock"). Since completion of the DLC 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.
- 2. Grant of Management Incentive Plan-tied restricted stock units ("MTE RSUs") made pursuant to the Carnival Corporation 2020 Stock Plan. Each MTE RSU represents a hypothetical interest in one share of Carnival Corporation common stock. The MTE RSUs will vest pro rata on February 15, 2024 and 2025. The MTE RSUs will accumulate dividend equivalents and may only be settled in shares.
- 3. The grant was approved by the Compensation Committees as a total value to be received in the form of MTE RSUs. The 2022 Management Incentive Plan ("MIP") bonus payout percentage was applied to the MTE target value to determine the actual MTE grant value. The Compensation Committees also approved that the number of MTE RSUs were determined by dividing the value by the closing price on date of grant.
- 4. Grant of performance-based restricted stock units ("PBS RSUs") made pursuant to the Carnival Corporation 2020 Stock Plan. Each PBS RSU represents a hypothetical interest in one share of Carnival Corporation common stock. The PBS RSUs will vest pro rata on February 15, 2024 and 2025. The PBS RSUs will accumulate dividend equivalents and may only be settled in shares.
- 5. The grant was approved by the Compensation Committees as a total value to be received in the form of PBS RSUs. The 2022 MIP bonus payout percentage was applied to the PBS target value to determine the actual PBS grant value. The Compensation Committees also approved that the number of PBS RSUs were determined by dividing the value by the closing price on date of grant.
- 6. This transaction was executed in multiple trades at prices ranging from \$11.055 to \$11.135. The price reported reflects the average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

/s/ David Bernstein

02/23/2023

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.