

Fain Richard D  
 Form 4  
 March 15, 2010

**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 \*  
 Fain Richard D

2. Issuer Name and Ticker or Trading Symbol  
 ROYAL CARIBBEAN CRUISES LTD [RCL]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman & CEO

(Last) (First) (Middle)  
 ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/12/2010

MIAMI, FL 33132

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/12/2010		M		297,000 A \$ 9.9	1,678,127	D
Common Stock	03/12/2010		S		200 D \$ 30.58	1,677,927	D
Common Stock	03/12/2010		S		800 D \$ 30.59	1,677,127	D
Common Stock	03/12/2010		S		2,200 D \$ 30.6	1,674,927	D
Common Stock	03/12/2010		S		1,600 D \$ 30.61	1,673,327	D

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Common Stock	03/12/2010	S	2,300	D	\$ 30.62	1,671,027	D
Common Stock	03/12/2010	S	3,900	D	\$ 30.63	1,667,127	D
Common Stock	03/12/2010	S	7,800	D	\$ 30.64	1,659,327	D
Common Stock	03/12/2010	S	2,000	D	\$ 30.65	1,657,327	D
Common Stock	03/12/2010	S	200	D	\$ 30.655	1,657,127	D
Common Stock	03/12/2010	S	3,200	D	\$ 30.66	1,653,927	D
Common Stock	03/12/2010	S	100	D	\$ 30.665	1,653,827	D
Common Stock	03/12/2010	S	4,500	D	\$ 30.67	1,649,327	D
Common Stock	03/12/2010	S	400	D	\$ 30.675	1,648,927	D
Common Stock	03/12/2010	S	7,700	D	\$ 30.68	1,641,227	D
Common Stock	03/12/2010	S	5,500	D	\$ 30.69	1,635,727	D
Common Stock	03/12/2010	S	3,200	D	\$ 30.7	1,632,527	D
Common Stock	03/12/2010	S	6,100	D	\$ 30.71	1,626,427	D
Common Stock	03/12/2010	S	400	D	\$ 30.715	1,626,027	D
Common Stock	03/12/2010	S	5,400	D	\$ 30.72	1,620,627	D
Common Stock	03/12/2010	S	6,300	D	\$ 30.73	1,614,327	D
Common Stock	03/12/2010	S	12,700	D	\$ 30.74	1,601,627	D
Common Stock	03/12/2010	S	200	D	\$ 30.745	1,601,427	D
Common Stock	03/12/2010	S	76,900	D	\$ 30.75	1,524,527	D
Common Stock	03/12/2010	S	36,900	D	\$ 30.76	1,487,627	D
	03/12/2010	S	800	D		1,486,827	D

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Common Stock					\$	30.765	
Common Stock	03/12/2010	S	40,900	D	\$ 30.77	1,445,927	D
Common Stock	03/12/2010	S	18,900	D	\$ 30.78	1,427,027	D
Common Stock	03/12/2010	S	1,900	D	\$ 30.785	1,425,127	D
Common Stock	03/12/2010	S	14,200	D	\$ 30.79	1,410,927	D

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

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**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 9.9	03/12/2010		M	297,000	<u>(1)</u>	10/12/2011	Common Stock	297,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fain Richard D ROYAL CARIBBEAN CRUISES LTD 1050 CARIBBEAN WAY MIAMI, FL 33132	X		Chairman & CEO	

## Signatures

/s/ Richard Montes de Oca, Attorney-in-Fact for Richard D.  
Fain

03/15/2010

\_\_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) Immediately

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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