

Edgar Filing: CARNIVAL PLC - Form 10-K/A

CARNIVAL PLC  
Form 10-K/A  
February 12, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-K/A

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended November 30, 2006 or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 1-9610

Commission file number: 1-15136

Carnival Corporation

Carnival plc

-----  
(Exact name of registrant as  
specified in its charter)

-----  
(Exact name of registrant as  
specified in its charter)

Republic of Panama

England and Wales

-----  
(State or other jurisdiction of  
incorporation or organization)

-----  
(State or other jurisdiction of  
incorporation or organization)

59-1562976

98-0357772

-----  
(I.R.S. Employer  
Identification No.)

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(I.R.S. Employer  
Identification No.)

3655 N.W. 87th Avenue  
Miami, Florida 33178-2428

Carnival House, 5 Gainsford Street,  
London SE1 2NE, United Kingdom

-----  
(Address of principal  
executive offices)  
(Zip code)

-----  
(Address of principal  
executive offices)  
(Zip code)

(305) 599-2600

011 44 20 7940 5381

-----  
(Registrant's telephone number,  
including area code)

-----  
(Registrant's telephone number,  
including area code)

Securities registered pursuant  
to Section 12(b) of the Act:

Securities registered pursuant  
to Section 12(b) of the Act:

Title of each class  
-----

Title of each class  
-----

Common Stock  
(\$0.01 par value)

Ordinary Shares each represented  
by American Depositary Shares  
(\$1.66 par value), Special  
Voting Share, GBP 1.00 par value  
and Trust Shares of beneficial interest  
in the P&O Princess Special Voting Trust

Name of each exchange on which  
registered

Name of each exchange on which  
registered

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New York Stock Exchange, Inc.

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New York Stock Exchange, Inc.

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrants are well-known seasoned issuers, as defined in Rule 405 of the Securities Act. Yes  No

Indicate by check mark if the registrants are not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

Indicate by check mark whether the registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrants' knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrants are large accelerated filers, accelerated filers, or non-accelerated filers. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Act). Large Accelerated Filers  Accelerated Filers  Non-Accelerated Filers

Indicate by check mark whether the registrants are shell companies (as defined in Rule 12b-2 of the Act). Yes  No

The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold was \$15.98 billion as of the last business day of the registrant's most recently completed second fiscal quarter.

The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold was \$6.94 billion as of the last business day of the registrant's most recently completed second fiscal quarter.

At February 5, 2007, Carnival Corporation had outstanding 623,106,732 shares of its Common Stock, \$.01 par value.

At February 5, 2007, Carnival plc had outstanding 213,115,941 Ordinary Shares \$1.66 par value, one Special Voting Share, GBP 1.00 par value and 623,106,732 Trust Shares of beneficial interest in the P&O Princess Special Voting Trust.

Item 15. Exhibits, Financial Statement Schedules.

(a) (1) Financial Statements

Carnival Corporation & plc is filing this amendment to its 2006 joint Annual Report on Form 10-K to amend Exhibit 13, which is incorporated herein by reference.

Explanatory Note

This amendment is necessary to correct a typographical error for one word in the second to the last sentence in the third paragraph under "Management's

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Discussion and Analysis of Financial Condition and Results of Operations - Outlook For Fiscal 2007 ("2007")" from "not" to "now," so that this sentence reads "Our earnings per share for the first quarter of 2007 is now expected to come in at the high end of the range of our December guidance of \$0.33 to \$0.35 per share because of lower fuel costs."

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, each of the registrants has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CARNIVAL CORPORATION

CARNIVAL PLC

/s/ Micky Arison  
-----

/s/ Micky Arison  
-----

Micky Arison  
Chairman of the Board of  
Directors and Chief Executive Officer  
February 12, 2007

Micky Arison  
Chairman of the Board of  
Directors and Chief Executive Officer  
February 12, 2007

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of each of the registrants and in the capacities and on the dates indicated.

CARNIVAL CORPORATION

CARNIVAL PLC

/s/ Micky Arison  
-----

/s/ Micky Arison  
-----

Micky Arison  
Chairman of the Board of  
Directors and Chief Executive Officer  
February 12, 2007

Micky Arison  
Chairman of the Board of  
Directors and Chief Executive Officer  
February 12, 2007

/s/ Howard S. Frank  
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/s/ Howard S. Frank  
-----

Howard S. Frank  
Vice Chairman of the Board of  
Directors and Chief Operating Officer  
February 12, 2007

Howard S. Frank  
Vice Chairman of the Board of  
Directors and Chief Operating Officer  
February 12, 2007

/s/ Gerald R. Cahill  
-----

/s/ Gerald R. Cahill  
-----

Gerald R. Cahill  
Executive Vice President  
and Chief Financial and  
Accounting Officer  
February 12, 2007

Gerald R. Cahill  
Executive Vice President  
and Chief Financial and  
Accounting Officer  
February 12, 2007

/s/ \*Richard G. Capen, Jr.  
-----

/s/ \*Richard G. Capen, Jr.  
-----

Richard G. Capen, Jr.  
Director  
February 12, 2007

Richard G. Capen, Jr.  
Director  
February 12, 2007

/s/ \*Robert H. Dickinson  
-----

/s/ \*Robert H. Dickinson  
-----

Robert H. Dickinson  
Director

Robert H. Dickinson  
Director

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February 12, 2007

/s/ \*Arnold W. Donald  
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Arnold W. Donald  
Director  
February 12, 2007

/s/ \*Pier Luigi Foschi  
-----

Pier Luigi Foschi  
Director  
February 12, 2007

/s/ \*Richard J. Glasier  
-----

Richard J. Glasier  
Director  
February 12, 2007

February 12, 2007

/s/ \*Arnold W. Donald  
-----

Arnold W. Donald  
Director  
February 12, 2007

/s/ \*Pier Luigi Foschi  
-----

Pier Luigi Foschi  
Director  
February 12, 2007

/s/ \*Richard J. Glasier  
-----

Richard J. Glasier  
Director  
February 12, 2007

/s/ \*Baroness Sarah Hogg  
-----

Baroness Hogg  
Director  
February 12, 2007

/s/ \*A. Kirk Lanterman  
-----

A. Kirk Lanterman  
Director  
February 12, 2007

/s/ \*Modesto A. Maidique  
-----

Modesto A. Maidique  
Director  
February 12, 2007

/s/ \*Sir John Parker  
-----

Sir John Parker  
Director  
February 12, 2007

/s/ \*Peter G. Ratcliffe  
-----

Peter G. Ratcliffe  
Director  
February 12, 2007

/s/ \*Stuart Subotnick  
-----

Stuart Subotnick  
Director  
February 12, 2007

/s/ \*Laura Weil  
-----

/s/ \*Baroness Sarah Hogg  
-----

Baroness Hogg  
Director  
February 12, 2007

/s/ \*A. Kirk Lanterman  
-----

A. Kirk Lanterman  
Director  
February 12, 2007

/s/ \*Modesto A. Maidique  
-----

Modesto A. Maidique  
Director  
February 12, 2007

/s/ \*Sir John Parker  
-----

Sir John Parker  
Director  
February 12, 2007

/s/ \*Peter G. Ratcliffe  
-----

Peter G. Ratcliffe  
Director  
February 12, 2007

/s/ \*Stuart Subotnick  
-----

Stuart Subotnick  
Director  
February 12, 2007

/s/ \*Laura Weil  
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Laura Weil  
Director  
February 12, 2007

/s/ \*Uzi Zucker  
-----  
Uzi Zucker  
Director  
February 12, 2007

\*By: /s/ Arnaldo Perez  
-----  
(Arnaldo Perez  
Attorney-in-fact)  
February 12, 2007

Laura Weil  
Director  
February 12, 2007

/s/ \*Uzi Zucker  
-----  
Uzi Zucker  
Director  
February 12, 2007

\*By: /s/ Arnaldo Perez  
-----  
(Arnaldo Perez  
Attorney-in-fact)  
February 12, 2007