

CARNIVAL CORP
Form 8-K
July 21, 2017

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (date of earliest event reported) July 18, 2017

Carnival Corporation
(Exact name of registrant as specified in its charter)

Carnival plc
(Exact name of registrant as specified in its charter)

Republic of Panama
(State or other jurisdiction)

England and Wales
(State or other jurisdiction)

| | |
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| of incorporation) | of incorporation) |
| 001-9610 (Commission | 001-15136 (Commission |
| File Number) | File Number) |
| 59-1562976 (I.R.S. Employer | 98-0357772 (I.R.S. Employer |
| Identification No.) | Identification No.) |
| 3655 N.W. 87th Avenue | Carnival House, 100 Harbour Parade, |
| Miami, Florida 33178-2428 (Address of principal executive offices) | Southampton SO15 1ST, United Kingdom (Address of principal executive offices) |
| (Zip code) | (Zip code) |
| (305) 599-2600 (Registrant's telephone number, including area code) | 011 44 23 8065 5000 (Registrant's telephone number, including area code) |
| None (Former name or former address, if changed since last report.) | None (Former name or former address, if changed since last report.) |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
Indicate by check mark whether the registrants are emerging growth companies as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth companies

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If emerging growth companies, indicate by check mark if the registrants have elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Section 5 Corporate Governance and Management

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On July 18, 2017, Jason Glen Cahilly was appointed to the Carnival Corporation and Carnival plc boards of directors. Mr. Cahilly will also serve on the Audit Committees of each of the boards of directors. Mr. Cahilly served as Chief Strategic and Financial Officer of the National Basketball Association from January 2013 to June 2017. Prior to that, Mr. Cahilly was at Goldman Sachs & Co. for 12 years where he served as a partner and the global co-head of media and telecommunications in the investment banking division.

Mr. Cahilly will be entitled to the compensation we offer our other non-executive directors, including annual retainers and equity compensation in the form of Carnival Corporation restricted stock or restricted stock units. For more information on the compensation of our directors, please refer to our disclosures under the heading Director Compensation in our 2017 Annual Proxy Statement.

A copy of the press release announcing Mr. Cahilly's appointment is attached hereto as exhibit 99.1, and is hereby incorporated by reference.

Section 9 Financial Statements and Exhibits.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release dated July 19, 2017

SIGNATURES

Pursuant to the requirements 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 hereunto duly authorized.

Carnival Corporation

By: /s/ Arnaldo Perez
Name: Arnaldo Perez
Title: General Counsel & Secretary

Date: July 21, 2017

Carnival plc

By: /s/ Arnaldo Perez
Name: Arnaldo Perez
Title: General Counsel & Company Secretary

Date: July 21, 2017