Edgar Filing: ROYAL CARIBBEAN CRUISES LTD - Form 4

ROYAL CARIBBEAN CRUISES LTD

Form 4

February 06, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

Expires:

3235-0287

January 31,

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Rice Brian J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ROYAL CARIBBEAN CRUISES

LTD [RCL]

(Check all applicable) Director 10% Owner

EVP and CFO

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

02/01/2007

X_ Officer (give title below)

Other (specify

C/O ROYAL CARIBBEAN CRUISES LTD., 1050 CARIBBEAN

(Street)

(First)

(Middle)

(Zip)

WAY

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

MIAMI, FL 33132

(City) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

D

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Code V Amount

Reported Transaction(s) (Instr. 3 and 4) Price

Common Stock (1)

02/01/2007

(D) \$0 11,591 39,704 (3) (2)

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Option to Purchase Common Stock (4)	\$ 45.295 (5)	02/01/2007		A	13,299	02/01/2008(6)	02/01/2017	Common Stock	13,29

Reporting Owners

Relationships Reporting Owner Name / Address

Director 10% Owner Other Officer

Rice Brian J C/O ROYAL CARIBBEAN CRUISES LTD. 1050 CARIBBEAN WAY **MIAMI, FL 33132**

EVP and CFO

Signatures

/s/ Bradley H. Stein, 02/05/2007 Attorney-in-Fact

**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) The reporting person was granted restricted stock units under the Royal Caribbean Cruises Ltd. 2000 Stock Award Plan.
- Represents the maximum number of shares of common stock underlying the restricted stock units, which vest as follows: 2,898 on each **(2)** of 2/1/2008, 2/1/2009 and 2/1/2010, and 2,897 on 2/1/2011.
- The restricted stock units were granted to the reporting person without payment thereof as compensation for serving as an executive officer of the issuer.
- (4) The reporting person was granted the option under the Royal Caribbean Cruises Ltd. 2000 Stock Award Plan.
- (5) Represents the average of the high and low price of issuer's common stock on the NYSE on 02/01/2007.
- (6) The option is exercisable as follows: 3,325 on each of 2/1/2008, 2/1/2009 and 2/1/2010, and 3,324 on 2/1/2011.
- (7) The option was granted without payment thereof as compensation for serving as an executive officer of the issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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