Edgar Filing: ROYAL CARIBBEAN CRUISES LTD - Form 4

ROYAL CARIBBEAN CRUISES LTD

Form 4

February 12, 2008

FORM 4

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

OMB 3235-0287 Number:

Expires:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

OMB APPROVAL

obligations may continue. See Instruction

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

1(b).

(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)		
(Last) (First) (Middle) ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2008	_X_ Director 10% OwnerX_ Officer (give title Other (specify below) Chairman & CEO		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		

MIAMI, FL 33132

Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

(City)	(State)	Zip) Table	e I - Non-D	erivative S	Securit	ies Acc	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (D) ar) (Instr. 8) (Instr. 3, 4 and 5)		of	5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	02/11/2008		Code V	Amount 63,634 (2)	(A) or (D)	Price \$ 0 (3)	Transaction(s) (Instr. 3 and 4) 180,457	D	
Common Stock							727,674	I	By Trust
Common Stock							247	I	By Daughter
Common Stock							571,412	I	See Footnote (4)

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

Edgar Filing: ROYAL CARIBBEAN CRUISES LTD - Form 4

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 control number.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ative Expiration Date ities (Month/Day/Year) ired (A) sposed of . 3, 4,		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
Option to Purchase Common Stock (5)	\$ 38.305 (6)	02/11/2008		A	81,587	<u>(7)</u>	02/11/2018	Common Stock	81,587

Reporting Owners

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

Signatures

/s/ Richard Montes de Oca, Attorney-in-Fact for Richard D. Fain 02/12/2008

**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.
- (2) Represents the maximum number of shares of common stock underlying the restricted stock units, which vest as follows: 15,909 on each of 2/11/2009 and 2/11/2010 and 15,908 on each of 2/11/2012.
- (3) 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) Shares owned by Monument Capital Corporation as nominee for various trusts primarily for the benefit of certain members of the Fain family.

Reporting Owners 2

Edgar Filing: ROYAL CARIBBEAN CRUISES LTD - Form 4

- (5) The reporting person was granted the option under the Royal Caribbean Cruises Ltd. 2000 Stock Award Plan.
- (6) Represents the average of the high and low prices for the issuer's common stock on the NYSE on 2/11/2008.
- (7) The option is exercisable as follows: 20,397 on each of 2/11/2009, 2/11/2010 and 2/11/2011 and 20,396 on 2/11/2012.
- (8) 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.