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 APPROVAL OMB

Number:

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Check this box

Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Gould Blair H

2. Issuer Name and Ticker or Trading

Symbol

ROYAL CARIBBEAN CRUISES LTD [RCL]

3. Date of Earliest Transaction

(Month/Day/Year) 02/01/2007

C/O ROYAL CARIBBEAN CRUISES LTD., 1050 CARIBBEAN WAY

(First)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

Vice President, Controller

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

MIAMI, FL 33132

(City) (State) (Zip)

(Middle)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities

1.Title of Security (Instr. 3)

(Month/Day/Year) Execution Date, if

2. Transaction Date 2A. Deemed

(Month/Day/Year)

Code (Instr. 8)

3.

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following Reported

5. Amount of

Form: Direct (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of Indirect Beneficial Ownership (Instr. 4)

(9-02)

(A)

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

Common Stock (1)

02/01/2007

Code V Amount 2,484 (2)

\$0 (3)

60,731

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)

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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. Transaction Code (Instr. 8)	` · · · · · · · · · · · · · · · · · · ·			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 ⁽⁴⁾	\$ 45.295 (5)	02/01/2007		A	8,550	02/01/2008(6)	02/01/2017	Common Stock	8,550

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gould Blair H C/O ROYAL CARIBBEAN CRUISES LTD. 1050 CARIBBEAN WAY MIAMI, FL 33132

Vice President, Controller

Signatures

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

**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: 621 on each of 2/1/2008, 2/1/2009, 2/1/2010, and 2/1/2011.
- (3) The restricted stock units were granted to the reporting person without payment thereof as compensation for serving as an 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: 2,138 on each of 2/1/2008, and 2/1/2009 and 2,137 on each of 2/1/2010 and 2/1/2011.
- (7) The option was granted without payment thereof as compensation for serving as an 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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