

**IN THE SUPREME COURT OF BERMUDA
CIVIL JURISDICTION
2018: No. 99**

**IN THE MATTER OF AN APPLICATION UNDER
THE BERMUDA CONSTITUTION 1968**

AND IN THE MATTER OF THE DOMESTIC PARTNERSHIP ACT 2018

BETWEEN:

OUTBERMUDA

First Plaintiff

-and-

MARYELLEN CLAUDIA LOUISE JACKSON

Second Plaintiff

-v-

THE ATTORNEY GENERAL

Defendant

AFFIDAVIT OF ROGER FRIZZELL

I, Roger Frizzell, of Carnival Corporation & plc, 3655 NW 87th Avenue FL 33178 Miami United States of America MAKE OATH and SAY as follows:

1. I am Senior Vice President of Corporate Communications & Chief Communications Officer for Carnival Corporation & plc ("Carnival"). My role includes responsibilities for government relations, diversity & inclusion, corporate sustainability and industry relations. In addition, the Carnival Foundation, which oversees the many philanthropic endeavors of Carnival, reports to me. I make this affidavit on behalf of Carnival and have been authorized by them to do so. We file this in support of the application of the Plaintiffs in this matter.

2. The facts set out herein are true. Where information was provided to me by others, the facts are true to the best of my information and belief.
3. True copies of certain documents are now shown to me marked Exhibit "RF-1". References made herein to tab numbers are to numbered tabs in that exhibit.
4. Carnival Corporation & plc is a large leisure travel company and provides travellers around the globe with extraordinary vacations at an exceptional value. The company's portfolio of global cruise line brands includes Carnival Cruise Line, Fathom, Holland America Line, Princess Cruises and Seabourn in North America; P&O Cruises (UK) and Cunard in Southampton, England; AIDA Cruises in Rostock, Germany; Costa Cruises in Genoa, Italy; and P&O Cruises (Australia) in Sydney. Additionally, Carnival Corporation owns a tour company that complements its cruise operations: Holland America Princess Alaska Tours which operates in Alaska and the Yukon.
5. Together, these brands comprise the world's largest cruise company with a fleet of 102 ships visiting more than 700 ports around the world. A total of 19 new ships are scheduled to be delivered to Carnival between 2018 and 2022.
6. Carnival employs over 120,000 people worldwide and its 10 cruise line brands attract nearly 11.5 million guests annually, which is about 50 percent of the global cruise market. Combining more than 225,000 daily cruise guests and 100,000 shipboard employees, more than 325,000 people are sailing aboard the Carnival fleet every single day, totalling about 85 million passenger cruise days a year.
7. Carnival's 10 leading brands offer a wide range of vacation experiences for millions of guests with varied leisure-time preferences from multiple backgrounds, cultures and languages. The company's broad product offerings appeal to travellers of all kinds with many preferences, and consistently provide extraordinary vacation experiences at an outstanding value, especially when compared to similar land based vacation options.
8. Carnival's stock is dually listed on both the New York Stock Exchange and London Stock Exchange under the symbol CCL, and Carnival is the only group in the world to be included in both the S&P 500 and the FTSE 100 indices. The company

established its Asia headquarters in Singapore in 2013 and now operates a multitude of offices across Asia, including locations in China.

9. Carnival registers certain of its ships in Bermuda and has done since at least the year 2000. Currently, Carnival has some 24 cruise ships flagged in Bermuda, belonging to the P&O Cruises, Cunard and Princess Cruises brands. Carnival ships account for 100% of the cruise ships registered in Bermuda and around 20% of the entire tonnage on the Bermuda ship registry. Princess Cruise Lines Ltd is incorporated in Bermuda with a registered office in Bermuda.
10. Princess Cruises started marrying guests on board its ships registered in Bermuda in 2004 and since then has married some 8,000 couples. P&O Cruises introduced weddings on board some of its ships in 2006, and Cunard followed in 2012. Weddings are permitted under English law on Bermuda flagged ships for UK citizens, whereas it is not legally possible to get married on board an English flagged ship due to the formalities of English law.
11. Since P&O Cruises introduced weddings on board, it has conducted some 2,400 wedding ceremonies.
12. Since 2012, there have been some 200 wedding ceremonies conducted onboard Cunard ships.
13. Carnival believes our employees, guests and the public at large deserve equal dignity and respect. Our ongoing efforts have been recognized over several years by various organizations, such as the Human Rights Campaign, as one of the top companies to work for LGBTQ equality, including perfect scores in 2018 and 2017 in HRC's Corporate Equality Index, which rates U.S. companies on their treatment of LGBTQ consumers, investors and employees. In fact, three Carnival brands – Cunard, Princess Cruises and Seabourn – were named by Cruise Critic in 2017 among the Top 10 Cruise Lines for Gay and Lesbian Travelers. As such, we believe that marriage equality should be lawful in Bermuda.
14. In May 2017, when Carnival heard that same-sex marriage could be offered on Bermuda flagged ships, it was delighted. Carnival believes in the right of same-sex couples to get married and fully supported the Supreme Court's decision that it should be and was legal. Longstanding law and custom allowed ships registered in Bermuda to conduct opposite-sex wedding ceremonies at sea, and the 2017 court

decision enabled cruise companies to also begin offering same-sex wedding packages.

15. Princess Cruises, Cunard and P&O Cruises moved promptly to offer same sex marriage. During 2017 and 2018 Princess Cruises married two same sex couples on board its ships, P&O Cruises married four same sex couples in the period to January 2018, with Cunard marrying one couple. All brands had a long list of planned ceremonies which they had to cancel with news of the change in law.
16. As a company committed to equality, inclusion and diversity, we were disheartened by Bermuda's subsequent reversal of the May 2017 ruling. We support marriage equality and we have been actively engaged in supporting efforts by OUTBermuda – a registered charity that promotes and supports the wellbeing, health, dignity, security, safety and protection of the LGBTQ community in Bermuda -- to legally challenge the action to again allow same-sex marriages on the island.
17. This is why Carnival is actively supporting OUTBermuda, along with another plaintiff, Maryellen Jackson, who have jointly submitted an Originating Summons to the Supreme Court of Bermuda for that court to issue an order declaring that Section 53 of the Domestic Partnership Act 2017 and all other provisions in the act that deal with and give effect to that provision or have the effect of revoking same-sex marriage or making same-sex marriages void, are in contravention of the Bermuda Constitution 1968.
18. Carnival has important ties with LGBTQ groups all round the world. For example, Cunard in the UK has been a sponsor of Southampton Pride for the last two years, helping people to promote their self-affirmation, dignity and equality rights, and increase their visibility as a social group, build community, and celebrate sexual diversity and gender variance. For more on Southampton Pride, see:

<https://southamptonpride.org/>.

The Cunard logo can be seen on the home page of that website.

19. The reaction of many Carnival customers has been one of disappointment in the Bermuda government's decision to change the law and further, Carnival has been accused of somehow being supportive of this change because some of its ships

remain registered in Bermuda. This has tarnished Carnival's reputation. See, for example, negative articles on the websites of CNBC and the Huffington Post, at:

<https://www.cnbc.com/2018/02/09/bermuda-same-sex-marriage-ban-means-trouble-for-tourism-cruise-ships.html> [TAB 1]

https://www.huffingtonpost.co.uk/entry/celebrities-call-for-bermuda-boycott-us_5aa2d1dbe4b07047bec64386 [TAB 2]

20. Whilst Carnival has made comparatively modest income from marrying same-sex couples, it should be noted that there is significant demand for this service amongst potential customers from the LGBTQ community. However, Carnival wishes to offer the service from a human rights perspective, which is the primary reason Carnival is putting its name to the challenge to the current Bermuda law. To the extent it is legally important to make this point, Carnival can confirm it would be losing out on some \$20,000 of revenue for on board marriages during 2018 due to this change (based on 10 couples paying around \$2,000 for the marriage ceremony).

21. In addition, there has for some time been a well reported boycott of Bermuda movement in the US and to a lesser extent in the UK. The effect on Carnival is that there have been requests made of Carnival to withdraw its ships from registering in Bermuda as a Ship Registry. See, for example, online postings at:

<https://www.gaystarnews.com/article/bermuda-lawyer-delivers-open-letter/#gs.I2fhtyQ> [TAB 3]

<https://www.lgbtqnation.com/2018/02/boycott-major-cruise-line-brewing-bermuda-marriage-equality-repeal-can-work/> [TAB 4]

22. Carnival has been registering ships in Bermuda for at least 18 years and we consider ourselves to be a good corporate citizen. As such we do not want to simply 'cut and run' at the first sign of trouble. We feel that we have a duty, as a good corporate citizen, to join with OUTBermuda and others to fight for this human rights issue, because we genuinely believe that all humans should have the right to marry whomever they wish.

23. As stated above, we have had ongoing meetings with LGBTQ community organizations based in Bermuda and they have shared their own concerns that both

the existing law and any potential reduction of travel to Bermuda will have a negative impact on the local economy and locals who depend on tourism for their livelihood. At their urging, we believe it is best to align our actions with the LGBTQ community and others who live and work in Bermuda and depend on tourism for their living.

SWORN by the said)

ROGER FRIZZELL)

In Miami, USA)

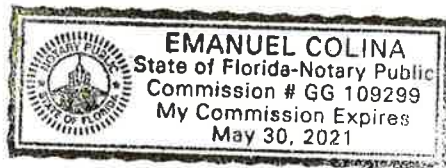
On the 5th day of April 2018)

Roger Frizzell

Before me:

Emanuel Colina

Notary Public



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Attorneys for the Plaintiffs

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EXHIBIT "RF-1"

These are the documents referred to in the affidavit of Roger Frizzell sworn before me this
5th day of April 2018.



Notary Public



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