

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): March 16, 2005

National Beverage Corp.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-14170

59-2605822

(Commission File Number)

(IRS Employer Identification No.)

One North University Drive
Fort Lauderdale, Florida

33324

(Address of Principal Executive Offices)

(Zip Code)

(954) 581-0922

(Registrant's Telephone Number, Including Area Code)

(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 (see General Instruction A.2. below):

- ☐ 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))

Item 2.02 Results of Operations and Financial Condition

On March 16, 2005, National Beverage Corp. issued a press release announcing its financial results for the three and nine month periods ended January 29, 2005. This release is furnished herewith as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits

- (c) Exhibit 99.1 Press release dated March 16, 2005 announcing the Company's earnings for the three and nine month

periods ended January 29, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

National Beverage Corp.

(Registrant)

Date: March 16, 2005

/s/ Dean A. McCoy

Dean A. McCoy
Senior Vice President -
Chief Accounting Officer

EXHIBIT INDEX

99.1 Press release dated March 16, 2005 announcing the Company's earnings for the three and nine month periods ended January 29, 2005.

National Beverage Corp. Reports 'Winter' Results

FORT LAUDERDALE, Fla.--(BUSINESS WIRE)--March 16, 2005--National Beverage Corp. (AMEX:FIZ) today announced results for its third quarter and nine-month period ended January 29, 2005. For the nine months, sales were \$374.9 million with earnings of \$13.6 million, or \$.35 per share. For the comparable period in the prior year, sales were \$382.1 million and earnings were \$13.8 million, or \$.36 per share. For the third quarter ended January 29, 2005, sales totaled \$103.5 million with earnings of \$.6 million or \$.02 per share.

"Revenues did not meet the target and, further, decreased by 1.9% for the like nine-month period in FY2004. This was the result of a significant decline in the allied branded portion of our business and the volume shortfall due to pricing to recapture cost increases. The performance of our flavored soft-drink brands was strong enough to almost totally offset the allied brand decline," stated Nick A. Caporella, Chairman and Chief Executive Officer.

"This allied branded decline was the result of circumstances not related to any responsibility of our Company," Caporella continued.

"Our third quarter is always affected by weather. This one had cold weather, high-energy costs, raw material increases and consumer spending woes...certainly not the most ideal conditions. Notwithstanding the 132 continuous months of sustained profitability...and the current war, with its collateral effects, we certainly are not pleased with these results," Caporella continued.

"Our excellent balance sheet and our recognized flavored soft-drink presence will continue to enhance our future and the future of our employees and shareholders," concluded Caporella.

National Beverage produces soft drinks, bottled waters, juices and juice products and is highly recognized for a line of refreshing flavors through its popular brands: Shasta(R), Faygo(R), Ritz(R), Everfresh(R), Mr. Pure(R), LaCroix(R) and Rip It(R).

Fun & Flavor...the National Beverage Way

National Beverage Corp.
Consolidated Results for the Three Months and Nine Months Ended
January 29, 2005 and January 31, 2004
(in thousands, except per share amounts)

	Three Months Ended		Nine Months Ended	
	January 29, 2005	January 31, 2004	January 29, 2005	January 31, 2004
Net Sales	\$103,511	\$107,026	\$374,881	\$382,064
Net Income	\$586	\$1,356	\$13,562	\$13,827
Net Income Per Share:				
Basic	\$.02	\$.04	\$.36	\$.38
Diluted	\$.02	\$.04	\$.35	\$.36
Average Common Shares Outstanding:				
Basic	37,578	36,876	37,571	36,855
Diluted	38,266	38,163	38,257	38,146

This press release includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.

Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include fluctuations in costs, changes in consumer preferences and other items described in the Company's Securities and Exchange Commission filings and the Company undertakes no

obligations to update the forward-looking statements.

CONTACT: National Beverage Corp., Fort Lauderdale
Grace A. Keene, 954-581-0922