

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 13, 2009

National Beverage Corp.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-14170

(Commission File Number)

59-2605822

(IRS Employer Identification No.)

8100 SW Tenth Street, Suite 4000  
Fort Lauderdale, Florida

(Address of Principal Executive Offices)

33324

(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 13, 2009, National Beverage Corp. issued a press release announcing its financial results for its three and nine month periods ended January 31, 2009. 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 13, 2009 announcing the Company's financial results for its three and nine month periods ended January 31, 2009.

**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 13, 2009

/s/ Dean A. McCoy  
Dean A. McCoy  
Senior Vice President and  
Chief Accounting Officer

**EXHIBIT INDEX**

99.1 Press release dated March 13, 2009 announcing the Company's financial results for its three and nine month periods ended January 31, 2009.

## National Beverage Corp. Records Solid Third Quarter

FORT LAUDERDALE, Fla.--(BUSINESS WIRE)--March 13, 2009--National Beverage Corp. (NASDAQ:FIZZ) today reported financial results for the periods ended January 31, 2009:

- Revenues increased 5% to \$129.4 million and earnings grew 12% to \$3.7 million for the three months ended January 31, 2009;
- Revenues of \$426.7 million and earnings of \$17.9 million for the nine months ended January 31, 2009 surpassed prior year results; and
- Cash increased to \$75 million.

“As we all face the never-ending bombardment of dire news – foreclosures, bankruptcies, rising unemployment, global bank failures, billion dollar frauds, etc., etc., etc. – I am extremely grateful for . . . and proud of . . . our National Beverage!” exclaimed Nick A. Caporella, Chairman and Chief Executive Officer.

“Third quarter results are a reflection of this pride. In spite of current economic woes, the ‘*flavor-value-credence*’ profile that National Beverage has embraced since its birth, continues to carry us through in the most challenging times. While some may have chided our conservative expansion over recent years . . . we believe that our diligent focus on operating margins and cash flow has given us an advantageous position to now - aggressively seek and capture opportunities!” continued Caporella.

“Today’s shopper is keenly aware of value and this has generated volume growth throughout our beverage portfolio. Confidence is America’s *First Wish* and consumers plus our long-standing investors recognize National Beverage Corp. rewards that *wish* with its zest to deliver *taste – value – credence* and *results . . . ALL-WAYS!*” proclaimed Caporella.

---

National Beverage is highly innovative, making it unique as a *pace-setter* in the changing soft-drink industry. Its lineup of refreshment products consisting of – energy drinks, recently-introduced fortified powders and supplements, and functionally enhanced juices and waters – are geared toward the lifestyle/health-conscious consumer.

Shasta® – Faygo® – Everfresh® and LaCroix® are aligned with Rip It® energy products to make National Beverage . . . America's *Flavor•Favorite* – soft-drink company.

*Fun, Flavor and Vitality . . . the National Beverage Way*

**National Beverage Corp.**  
**Consolidated Results for the Three and Nine Months Ended**  
**January 31, 2009 and January 26, 2008**  
(in thousands, except per share amounts)

	Three Months Ended		Nine Months Ended	
	January 31, 2009	January 26, 2008	January 31, 2009	January 26, 2008
<b>Net Sales</b>	\$ 129,430	\$ 123,182	\$ 426,732	\$ 418,474
<b>Net Income</b>	\$ 3,654	\$ 3,254	\$ 17,888	\$ 16,916
<b>Net Income Per Share</b>				
<b>Basic</b>	\$ .08	\$ .07	\$ .39	\$ .37
<b>Diluted</b>	\$ .08	\$ .07	\$ .39	\$ .37
<b>Average Common Shares Outstanding</b>				
<b>Basic</b>	46,003	45,912	45,996	45,875
<b>Diluted</b>	46,205	46,094	46,178	46,107

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 and risk factors described in the Company's Securities and Exchange Commission filings and the Company disclaims an obligation to update any such factors or to publicly announce the results of any revisions to any forward-looking statements contained herein to reflect future events or developments.

**CONTACT:**

National Beverage Corp., Fort Lauderdale  
Grace A. Keene, Office of the Chairman, 954-581-0922