

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 11, 2016

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))
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Item 2.02 Results of Operations and Financial Condition

On March 11, 2016, National Beverage Corp. issued a press release announcing financial results for the periods ended January 30, 2016. 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 11, 2016 announcing the Company's financial results for the periods ended January 30, 2016.

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)

By: /s/ Gregory P. Cook
Gregory P. Cook
Vice President - Controller and Chief Accounting Officer

Date: March 14, 2016

EXHIBIT INDEX

99.1 Press release dated March 11, 2016 announcing the Company's financial results for the periods ended January 30, 2016.



NASDAQ: FIZZ
 For Immediate Release
 Contact: Office of the Chairman, Grace Keene

**BEST-EVER
 WINTER QUARTER THREE
 REPORTS NATIONAL BEVERAGE CORP.**

FORT LAUDERDALE, FL, March 11, 2016 . . . National Beverage Corp. (NASDAQ: FIZZ) today reported nine-month revenues top half-billion dollars – a first!

(in millions except EPS)

For the Nine Months –

	Revenues	Op. Income	Net Income	EPS	EBITDA*	Cash
FY 2016	\$ 525.8	\$ 66.6	\$ 43.7	\$.94	\$ 75.5	\$ 86.1

“Last September 2015, National Beverage’s earnings release stated: *This all translates into the ‘perfect time’ with the most significant potential for our Break-Out Year.* Well, our predictions were accurate in several ways. Revenues, operating income, net income and EPS are all on target, but masterfully more significant are the brand growth factors and performance milestone achievements during this period since September,” stated Nick A. Caporella, Chairman and Chief Executive Officer.

(dollars in millions except EPS)

Measured Performance: Nine Months FY 2016 vs. Nine Months FY 2015 –

	Revenues	Op. Income	Net Income	EPS	EBITDA*	Cash	Market Cap
FY 2016 Growth %	9.3%	20.0%	17.6%	17.5%	15.4%	112.9%	90.7%
FY 2015	\$ 481.2	\$ 55.5	\$ 37.1	\$.80	\$ 65.4	\$ 40.4	\$ 1,008.1

-more-



8100 SW Tenth Street
 Suite 4000
 Fort Lauderdale, Florida 33324

Phone: 877-NBC-FIZZ
www.nationalbeverage.com

“Let’s begin with brand growth factors and performance milestone achievements: Brand LaCroix performance milestones include new theme extension performance of VPO (velocity per outlet) dynamics previously unheard of, plus nearly 100% accretive sales increases during recent retailer/National Beverage partner promotions. These events far exceeded our planned expectations . . . further confirming LaCroix’s consumers’ healthy demands.”

(in millions except EPS)
Trailing Twelve Months –

	Revenues	Net Income	EPS	EBITDA*
1/30/2016	\$690.3	\$55.8	\$1.20	\$96.7

“Equally as profound was the launch of Shasta’s SDA (soft drink alternative), a sparkling water that whole-heartedly duplicates Shasta’s delicious nostalgic flavors . . . including the industry’s first *clean label*. Rich in earned equity of family trust for over 125 years, Shasta Sparkling is now far superior due to its healthy *Innocence* of naturally-essenced, flavored sparkling water.

There is a certain *intuitive* sense one has when long-awaited circumstances align. Like the *sunrise of a new dawn* – clear, crisp, burst of orange rising from the distant horizon, I now have a sense that our *healthy beverage evolution* is a certainty. We will have a great FY2016 – and beyond! Never quite like this present time, has the promise belonging to National Beverage been this *exciting*. The goals for our brands, shareholder value, balance sheet, revenues, earnings and cash buildup are all aglow like that orange ball rising; *Shouting Loudly – yes . . . it’s all happening right now!*

We are euphoric to say the least – with the promise of LaCroix and Shasta SDA along with Everfresh Juices and Rip It Energy. Truly, good fortune and *sparkling blessings* are *showering* upon us – and the future is ours to – embrace!” exclaimed Caporella.

National Beverage’s iconic brands are the genuine essence . . . of America.

“Patriotism” – If Only We Could Bottle It!

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

-more-



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**Trailing Twelve Months
Performance Comparatives**

- LaCroix 'Tan-gerEEN' launch
- New weekly record LaCroix sales
- FIZZ common 52 week high - \$48.01
- Greatest performing Winter Quarter in Company's history

- Phase I new Shasta SDA introduced
- Operating Income UP 18% to \$85.1 million
- EBITDA UP 15% to \$96.7 million

**National Beverage Corp.
Consolidated Results for the Periods Ended
January 30, 2016 and January 31, 2015**

	(in thousands, except per share amounts)			
	Three Months Ended		Nine Months Ended	
	Jan. 30, 2016	Jan. 31, 2015	Jan. 30, 2016	Jan. 31, 2015
Net Sales	\$ 161,687	\$ 143,021	\$ 525,751	\$ 481,233
Net Income	\$ 11,236	\$ 8,808	\$ 43,661	\$ 37,129
Earnings Per Common Share				
Basic	\$.24	\$.19	\$.94	\$.80
Diluted	\$.24	\$.19	\$.93	\$.79
Average Common Shares Outstanding				
Basic	46,448	46,358	46,420	46,345
Diluted	46,707	46,580	46,648	46,550

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. 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.

*Although the Company reports its financial results in accordance with accounting principles generally accepted in the United States ("GAAP"), management believes that the disclosure of EBITDA, a non-GAAP financial measure, may provide users of this financial information with additional insights into the operating performance of the business. EBITDA (in millions) for the nine-month periods ended Jan. 30, 2016 and Jan. 31, 2015, and twelve-month period ended January 30, 2016, of \$75.5, \$65.4 and \$96.7, respectively, is calculated by adding the following expenses back to Net Income for each of the periods: Depreciation and Amortization of \$9.1, \$8.9 and \$11.8; Net Interest Expense of \$.1, \$.3 and \$.2; and Provision for Income Taxes of \$22.7, \$19.1 and \$29.0.



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