

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): April 20, 2012

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 8.01. OTHER EVENTS

On April 24, 2012, National Beverage Corp. (the "Company") announced that its Board of Directors approved an increase to the amount of shares authorized for repurchase under the Company's share repurchase program to 1.6 million shares. Share repurchases may be made from time to time in the open market (pursuant to SEC Rule 10b-18), along with block trades and/or privately negotiated transactions; such purchases will be funded from available working capital. The extent to which the Company repurchases its shares and the timing of such repurchases will depend on market conditions and other considerations.

A copy of the press release issued by the Company is attached as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(c) Exhibit 99.1 Press release of National Beverage Corp. dated April 24, 2012

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/ Dean A. McCoy

Dean A. McCoy
Senior Vice President and Chief Accounting Officer

EXHIBIT INDEX

99.1 Press release of National Beverage Corp. dated April 24, 2012



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

**National Beverage Corp.
 ‘Ratchets Up Efforts’
 Shareholder Contentment**

FORT LAUDERDALE, FL, April 24, 2012 . . . National Beverage Corp. (NASDAQ: FIZZ) reports Board action relating to meeting held April 20, 2012:

“As the Company approaches its summer and historically best-performing quarter; America braces for ‘political and mega-low market jitters’! Continuing market volatility, the upcoming summer quarter, our strong balance sheet and the forecast business model – has afforded the Board and our shareholders exciting options,” stated Nick A. Caporella, Chairman and Chief Executive Officer.

“First, the Board has increased its Stock Buyback Program to 1.6 million shares. Having previously purchased 502,000 shares under the original program, the Company can now repurchase an additional 1.1 million shares. Additionally, the Board, desirous to continue its commitment of returning our investors’ cash at appropriate times, has instructed management to retain specialists/advisors for this purpose,” Caporella continued. “Over the next several months, historically our best-performance period, our initiatives relative to pending opportunities, cash accumulation and first-quarter results, will significantly affect this decision.”

“Presently, with only days to fiscal year end, we anticipate our best year ever – and with all things considered, that’s a hell-of-a-statement to make! *That’s an . . . AMEN!*” Caporella smiled.

National Beverage’s iconic brands are the genuine essence . . . of America. Our company is highly innovative as a pace-setter in the changing soft-drink industry, featuring refreshment products that 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.

“Patriotism” – If Only We Could Bottle It!

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

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.



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