

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CAPORELLA JOSEPH G</u> _____ (Last) (First) (Middle) <u>8100 SW 10TH STREET</u> <u>SUITE 4000</u> _____ (Street) <u>PLANTATION FL 33324</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NATIONAL BEVERAGE CORP [FIZZ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/04/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	12/04/2012		X		5,400 ⁽¹⁾	A	\$0.01	363,400	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
KEEP OPTION	\$0.01 ⁽²⁾	12/04/2012		X		2,400	03/09/2010	03/07/2014	COMMON STOCK	2,400	\$0.01	85,200	D	
KEEP OPTION	\$0.01 ⁽²⁾	12/04/2012		X		600	05/01/2010	04/29/2014	COMMON STOCK	600	\$0.01	84,600	D	
KEEP OPTION	\$0.01 ⁽²⁾	12/04/2012		X		1,200	07/22/2010	07/20/2014	COMMON STOCK	1,200	\$0.01	83,400	D	
KEEP OPTION	\$0.01 ⁽²⁾	12/04/2012		X		600	01/01/2011	12/30/2014	COMMON STOCK	600	\$0.01	82,800	D	
KEEP OPTION	\$0.01 ⁽²⁾	12/04/2012		X		600	03/24/2011	03/22/2015	COMMON STOCK	600	\$0.01	82,200	D	

Explanation of Responses:

- Securities were acquired by exercising certain options granted to the reporting person under the Company's Key Employee Equity Partnership Program ("KEEP") between March 8, 2004 and March 23, 2005. Reference is made to the derivative security table and footnote 2 of this Form 4.
- KEEP participants receive a grant equal to 50% of the number of shares of the Company's common stock purchased on the open market. KEEP options are granted at an initial exercise price of 60% of the purchase price of the shares acquired and such price is reduced to the par value of the Company's common stock over a six year vesting period. Reference is made to Exhibit 10.8 of the Company's Form 10-K for the year ended April 28, 2012.

/s/ Joseph G. Caporella 12/06/2012

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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