

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): July 17, 2015

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 July 17, 2015, National Beverage Corp. issued a press release announcing financial results for the fiscal year ended May 2, 2015. This release is furnished herewith as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibit 99.1            Press release dated July 17, 2015 announcing the Company's financial results for the fiscal year ended May 2, 2015.

**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: July 20, 2015

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

**EXHIBIT INDEX**

99.1            Press release dated July 17, 2015 announcing the Company's financial results for the fiscal year ended May 2, 2015.



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

**NATIONAL BEVERAGE CORP.**  
**REPORTS**  
**\$1.06 EPS FY2015**

FORT LAUDERDALE, FL, July 17, 2015 . . . National Beverage Corp. (NASDAQ: FIZZ) today reported results for the fiscal year ended May 2, 2015.

For Fiscal Year (in millions except EPS) –

	Sales	Net Income	EBITDA*	Cash	EPS
2015	\$645.8	\$49.3	\$86.6	\$52.5	\$1.06

“Our FY2015 performance yielded several ‘discoveries’ and simultaneously certified that *America’s* health-conscious consumer is more than ‘talking the talk’ . . . they are ‘drinking the drink’. That drink is LaCroix Sparkling Water,” stated Nick A. Caporella, Chairman and Chief Executive Officer.

“We have had two distinct virtues working in harmony this FY2015. One is our dynamic innovation and the other is our agility (size). No other large soft-drink producer can match our maneuvering speed. Whether it can be defined as ‘changing the mix’ or ‘mixing the change’, our Company’s product mix is dynamic and will remain that way into the future. While volume for FY2015 was not our focus, changing the product mix while increasing operating profits – Was! And we did it!” continued Caporella.

-more-



8100 SW Tenth Street  
 Suite 4000  
 Fort Lauderdale, Florida 33324

Phone: 877-NBC-FIZZ  
[www.nationalbeverage.com](http://www.nationalbeverage.com)

**“Our Company is the leader in developing healthier soft drinks and our new Shasta Sparkling Water replicates Shasta’s wonderful soft drink flavors in essence and taste! Yes – no sweeteners, no sodium, no calories and no guilt! With this introduction . . . the entire sparkling water value spectrum can be serviced with National Beverage products!”**

**“It truly was a ‘Discovery Year’ . . . we learned how to thread a needle in a gusty-winded industry and give our loyal consumers a great, healthy, refreshing advantage – to boot. Discovery? I’d say so!” Caporella concluded.**

**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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**National Beverage Corp.**  
**Consolidated Results for the Fiscal Year Ended**  
**May 2, 2015**

<u>Comparison - FY 2015 vs. FY 2014</u>		<u>Fiscal Year Ended May 2, 2015</u> (in thousands, except per share amounts)	
	<i><u>Performance</u></i>		
<b>Operating Income</b>	<b>up 15%</b>	<b>Net Sales</b>	<b>\$ 645,825</b>
<i>% to Sales</i>	<i>11.5% vs. 10.1%</i>	<b>Net Income</b>	<b>\$ 49,311</b>
<b>EBITDA*</b>	<b>up 15%</b>	<b>Earnings Per Common Share</b>	
<i>% to Sales</i>	<i>13.4% vs. 11.8%</i>	<b>Basic</b>	<b>\$ 1.06</b>
<b>Cash up 75% to \$52.5 million</b>		<b>Diluted</b>	<b>\$ 1.05</b>
		<b>Average Common Shares</b>	
		<b>Outstanding</b>	
		<b>Basic</b>	<b>46,353</b>
		<b>Diluted</b>	<b>46,559</b>

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.

\*We report financial results in accordance with accounting principles generally accepted in the United States ("GAAP"), but believe that disclosure of EBITDA, a non-GAAP financial measure, may provide users with additional insights into operating performance. EBITDA (in millions) for the fiscal years ended May 2, 2015 and May 3, 2014 of \$86.6 and \$75.5, respectively, are calculated by adding the following expenses back to Net Income: Depreciation & Amortization of \$11.6 and \$11.7; Net Interest Expense of \$.3 and \$.6; and Provision for Income Taxes of \$25.4 and \$19.5.



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