### Edgar Filing: BRACKEN GEORGE R - Form 4

Form 4 January 06, 2010 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person BRACKEN GEORGE R 1. Name and Address of Reporting Person 1. Name and Address of Reporting Person Symbol NATIONAL BEVERAGE CORP [FIZZ] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 01/04/2010 SR VP Finance PLANTATION, FL 33324 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired 5. Annuatt of 6. . Transaction Date 2A. Deemed 3. A. Securities Acquired 5. Annuatt of 6. . Transaction Date 2A. Deemed 3. A. Securities Acquired 5. Annuant of 6. . Transaction Date 2A. Deemed 3. A. Securities Acquired 5. Annuant of 6. . Transaction More 2A. Deemed 1. Till of 2. Transaction Date 2A. Deemed 3. A. Securities Acquired 5. Annuant of Security Month/Day/Year) Month/Day/Year) Month/Day/Year) Annual by More Reporting Person 	BRACKEN GE	EORGE R										
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB APPROVAL         Check this box if no longer subject to Section 16. Form 4 or Form 5 of Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       State of aurary 31, Expires: January 31, Ex												
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 OF SECURITIES       MMB Number: SECURITIES       2035-0287         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 10(b).       S. Relationship of Reporting Person(s) to Issuer       S. Relationship of Reporting Person(s) to Issuer         I. Name and Address of Reporting Person 1 (b).       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer       S. Relationship of Reporting Person(s) to Issuer         I. Name and Address of Reporting Person 2 (Last)       3. Date of Earliest Transaction (Month/Day/Year)       Director below)       Image: 10% Owner with the public Utility Hold/2010         8100 SW 10TH STREET, SUITE 4000       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X, Form filed by More than One Reporting Person         PLANTATION, FL 33324       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned I. Title of       3. A Securities Acquired 5. Amount of       6. 7. Nature of	January 06, 201	10										
OMTED STATES SECONTINES AND EXCITATION COMMISSION       OMB       3235-0287         Washington, D.C. 20549       Number: January 31, 2005         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       SECURITIES         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       SECURITIES         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       SECURITIES         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       SECURITIES         Form 4 or Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.       Section 17(a) of the Public Utility Holding Company Act of 1930         Section 17(a) of the Public Utility Holding Company Act of 1940       Ithe Investment Company Act of 1940         (Print or Type Responses)       S. Relationship of Reporting Person(s) to Issuer         Issuer         Section 16(month/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         Issuer         Inversion (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         Issuer         Inversion (Month/Day/Year)       S. Relationship of Reporting Person (Month/Day/Year)         Intel An	FORM -	<b>4</b>	CECUDI	TIEC AN		PROVAL						
Check this box       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires:       January 31, 2005         Section 16.       SECURITIES       Section 16.       Securities Exchange Act of 1934, 0.5         Form 4 or       Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b).       Section 17(a) of the Public Utility Holding Company Act of 1940       Section 17(a) of the Public Utility Holding Company Act of 1940         1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940       Section 17(a) of the Investment Company Act of 1940       Section 17(a) of the Investment Company Act of 1940         1(b).       Name and Address of Reporting Person*       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         BRACKEN GEORGE R       Symbol       Symbol       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director       10% Owner         4000       (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)       Form filed by One Reporting Person         PLANTATION, FL 33324       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         (City)       (State)       (Zip)       3. A. Securitie					UMMISSION		3235-0287					
Statement of CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Statement of CHANGES IN BENEFICIAL OWNERSHIP OF response       Stimated average burden hours per response       0.5         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935 or Section may continue.       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       1935 or Section 1940       1935 or Section 1940         (Print or Type Responses)       Sume and Address of Reporting Person <sup>*</sup> Symbol       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         Issuer       NATIONAL BEVERAGE CORP [FIZZ]       (Check all applicable)       Other (specify below)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director below)       10% Owner         4000       (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X_Form filed by More than One Reporting Person         PLANTATION, FL 33324       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         (City)       (State)       (Zip) <td></td> <td>oox</td> <td colspan="10">w asinigton, D.C. 20349</td>		oox	w asinigton, D.C. 20349									
Section 16.     SECURITIES     burden hours per response       Form 4 or Form 5     Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction     Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction     Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction     Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction     Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction     Section 17(a) of the Public Utility Holding Company Act of 1935 or Section       1. Name and Address of Reporting Person*     2. Issuer Name and Ticker or Trading Symbol     S. Relationship of Reporting Person(s) to Issuer       Issuer     NATIONAL BEVERAGE CORP [FIZZ]     (Check all applicable)       (Last)     (First)     (Middle)     3. Date of Earliest Transaction (Month/Day/Year)     Director     10% Owner       4000     (Street)     4. If Amendment, Date Original Filed(Month/Day/Year)     6. Individual or Joint/Group Filing(Check Applicable Line)     X. Form filed by One Reporting Person       PLANTATION, FL 33324     Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned       (City)     (State)     (Zip)     Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned       1.Title of     2. Transaction Date 2A. Deemed     3.     4. Securities Acquired 5. Amount of	-	STATE	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									
Form 4 or Form 5 Form 5 Form 5 Setion 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. See Instruction 1(b).       5. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       0.5         1. Name and Address of Reporting Person 1(b).       2. Issuer Name and Ticker or Trading Symbol NATIONAL BEVERAGE CORP [FIZZ]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director NATIONAL BEVERAGE CORP [FIZZ]       Director NATIONAL BEVERAGE CORP [FIZZ]       10% Owner         8100 SW 10TH STREET, SUITE 4000       01/04/2010       6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person Form filed by One Reporting Person SR VP Finance         PLANTATION, FL 33324       Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         (City)       (State)       (Zip)       Table 1 - Non-Derivative Securities Acquired       5. Amount of 6.       7. Nature of				5	SECURIT							
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).         (Print or Type Responses)         1. Name and Address of Reporting Person 1 BRACKEN GEORGE R       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         8100 SW 10TH STREET, SUITE 4000       01/04/2010       ————————————————————————————————————						-						
may continue.       Section 17(a) of the Public Offing Formity Ref of 1953 of Section         See Instruction 1(b).       30(h) of the Investment Company Act of 1940         (b).       (b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         BRACKEN GEORGE R       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)		<b>^</b>										
Item and the formation of the person 1 (b).         (Print or Type Responses)         1. Name and Address of Reporting Person 1         2. Issuer Name and Ticker or Trading Symbol         BRACKEN GEORGE R         (Last)         (First)         (Middle)         3. Date of Earliest Transaction (Month/Day/Year)         01/04/2010         (Street)         4. If Amendment, Date Original filed(Month/Day/Year)         PLANTATION, FL 33324         (City)       (State)         (Zip)         Table I - Non-Derivative Securities Acquired 5. Amount of 6.         7. Nature of		e. Section 17			•	• •	•			l		
(Print or Type Responses)       1. Name and Address of Reporting Person *       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         BRACKEN GEORGE R       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         8100 SW 10TH STREET, SUITE       01/04/2010       SR VP Finance       000 (Month/Day/Year)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         PLANTATION, FL 33324       -       -       -         (City)       (State)       (Zip)       Table 1 - Non-Derivative Securities Acquired       5. Amount of 6.       7. Nature of		ion	30(h)	of the Inve	estment C	ompany	Act of	of 1940	)			
1. Name and Address of Reporting Person : BRACKEN GEORGE R       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         8100 SW 10TH STREET, SUITE 4000       01/04/2010       Director (Month/Day/Year)       10% Owner (Month/Day/Year)         6. Individual or Joint/Group Filing(Check Applicable Line) -X_ Form filed by One Reporting Person - Form filed by One Reporting Person - Form filed by More than One Reporting Person         PLANTATION, FL 33324       (Zip)       Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1. Title of       2. Transaction Date 2A. Deemed       3.       4. Securities Acquired       5. Amount of       6.       7. Nature of	I(b).											
BRACKEN GEORGE R       Symbol       Issuer         Symbol       NATIONAL BEVERAGE CORP       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction	(Print or Type Res	ponses)										
BRACKEN GEORGE R       Symbol       Issuer         Symbol       NATIONAL BEVERAGE CORP       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction												
NATIONAL BEVERAGE CORP [FIZZ]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)				2. Issuer N	2. issuer i kunte und i fener of frauing							
[FIZZ]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)				-	Symbol					Issuer		
(Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)							(Check all applicable)					
8100 SW 10TH STREET, SUITE 4000       (Month/Day/Year) 01/04/2010       (Month/Day/Year) SR VP Finance         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person         PLANTATION, FL 33324       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date 2A. Deemed       3.       4. Securities Acquired       5. Amount of       6.       7. Nature of				[FIZZ]					× ×	11	<b>,</b>	
8100 SW 10TH STREET, SUITE 4000       01/04/2010       below)       below)       below)         SR VP Finance         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         PLANTATION, FL 33324       -X_ Form filed by One Reporting Person Person         (City)       (State)       (Zip)         Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date 2A. Deemed       3.       4. Securities Acquired       5. Amount of       6.       7. Nature of	(Last)	(First)	(Middle)									
4000 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original 5. Amount of 6. 7. Nature of 4. If Amendment, Date Original 5. Amount of 6. 7. Nature of 4. If Amendment, Date Original 5. Amount of 6. 7. Nature of 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line)	8100 SW 10TI	-	-					below) below)				
(Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) 		I SIKEEI, S	SUILE	01/04/201	0				SR	VP Finance		
Filed(Month/Day/Year)       Applicable Line)         PLANTATION, FL 33324	1000	(Streat)		4 16 4	lus and Data	Original					-(())	
PLANTATION, FL 33324	(Succe)											
City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date 2A. Deemed       3.       4. Securities Acquired       5. Amount of       6.       7. Nature of									_X_ Form filed by One Reporting Person			
(City)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date 2A. Deemed       3.       4. Securities Acquired       5. Amount of       6.       7. Nature of	PLANTATION	N, FL 33324								ore than One Rep	porting	
1.Title of2. Transaction Date2A. Deemed3.4. Securities Acquired5. Amount of6.7. Nature of	(City)	(State)	(Zip)				• •			<b>D</b> (4 ) U		
*								-			-	
Security (Woldin Day) Leeulon Date, II Transaction ATOL DISDORED OF Securities (Whethin) Induced				1								
	•	(Wolldin/Day/1)	/	lion Date, n	Code (D)					Form: Direct (D) or	Beneficial Ownership	
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (D) or Ownership	. ,			h/Day/Year)					Owned			
Following Indirect (I) (Instr. 4) Reported (Instr. 4)									Following Reported	Indirect (1) (Instr. 4)	(Instr. 4)	
(A) Transaction(s)										(1130. 4)		
Code V Amount (D) Price (Instr. 3 and 4)					Code V	Amount		Price	(Instr. 3 and 4)			
COMMON \$	COMMON	01/04/2010							112 520	D		
STOCK 01/04/2010 X 8,400 A 0.72 113,520 D	STOCK	01/04/2010			Λ	8,400	A	0.72	115,520	D		
COMMON 01/04/2010 X 200 4 \$ 112.020 D	COMMON	044045045				•		\$		-		
STOCK 01/04/2010 X 300 A 0.01 113,820 D		01/04/2010			Х	300	А		113,820	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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# 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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
SPECIAL STOCK OPTION	\$ 0.72	01/04/2010		Х	8.	3,400	11/06/2002	07/05/2011	COMMON STOCK	8,400
KEEP STOCK OPTION (2)	\$ 0.01	01/04/2010		X	3	300	12/31/2004	12/30/2011	COMMON STOCK	300

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
		10% Owner	Officer	Other			
BRACKEN GEORGE R 8100 SW 10TH STREET SUITE 4000 PLANTATION, FL 33324			SR VP Finance				
Signatures							
/s/ Bracken.							

/s/ Bracken, 01/06/2010 George R.

<u>\*\*</u>Signature of Reporting Person Date

# **Explanation of Responses:**

- \* 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).

Options granted under the Company's Special Stock Option Plan vest over an 8 year period in relatively equal amounts at approximately 16 month intervals. The exercise price can be reduced and the vesting schedule can be accelerated by the optionee purchasing and maintaining ownership of shares of common stock and/or the Company achieving performance objectives as data mining by the Board of Directory. Based upon the maximum required any achieving stock as provided in the Stock.

(1) determined by the Board of Directors. Based upon the maximum required ownership of common stock as provided in the Stock Option Agreement together with the Company achieving the performance targets previously established by the Board, the option can fully vest after approximately 54 months and the exercise price can be reduced to near the par value of the common stock (\$.01 per share). Reference is made to Exhibit 10.12 of the Company's Form 10-K for the year ended May 2, 2009.

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Under the Company's Key Employee Equity Partnership Program, ("KEEP"), participants receive a grant of KEEP options equal to 50% of the number of shares of National Beverage Corp. common stock purchased in the open market, up to a maximum of

(2) 6,000 shares in any two year period. KEEP options are granted at an initial exercise price of sixty percent of the purchase price of the shares acquired and reduce to the par value of the Company's common stock at the end of the six year vesting period. Reference is made to Exhibit 10.14 of the Company's Form 10-K for the year ended May 2, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.