# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 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 24, 2008

#### J & J SNACK FOODS CORP.

(Exact name of registrant as specified in its charter)

New Jersey	0-14616	22-1935537
(State or Other	(Commission	(I.R.S. Employer
Jurisdiction of Organization)	File Number)	Identification No.)

<u>6000 Central Highway, Pennsauken, NJ 08109</u> (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (856) 665-9533

## N/A

(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 or ovisions (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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITIONS

On July 24, 2008, J & J Snack Foods Corp. issued a press release regarding its earnings for the third quarter of fiscal 2008.

## ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

Exhibit Number Description of Document

99.1 Press Release dated July 24, 2008

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## **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 hereunto duly authorized.

J & J SNACK FOODS CORP.

By: <u>/s/ Gerald B. Shreiber</u>

Gerald B. Shreiber

President

/s/ Dennis G. Moore

Dennis G. Moore Chief Financial Officer

Date: July 24, 2008

## EXHIBIT INDEX

Exhibit Number Description

99.1 Press Release dated July 24, 2008

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#### J & J Snack Foods Announces Down Earnings

PENNSAUKEN, N.J.--(BUSINESS WIRE)--J & J Snack Foods Corp. (NASDAQ:JJSF) today announced record sales but lower earnings for its third quarter and nine months ended June 28, 2008.

Sales for the third quarter increased 9% to \$176.8 million from \$162.5 million in last year's third quarter. Net earnings decreased 13% to \$10.8 million from \$12.5 million last year. Earnings per diluted share were \$.57 for the June quarter compared to \$.66 last year. Operating income decreased 7% to \$17.4 million this year from \$18.8 million in the year ago period.

For the nine months ended June 28, 2008, sales increased 11% to \$452.0 million from \$406.7 million in last year's nine months. Net earnings decreased 23% to \$16.7 million in the nine months from \$21.6 million last year. Earnings per diluted share were \$ .88 for the nine months compared to \$1.14 last year. Operating income decreased 21% to \$25.5 million from \$32.1 million in the year ago period.

Gerald B. Shreiber, J & J's President and Chief Executive Officer, commented; "Despite overall sales growth of over 9 percent and significantly improved operating income from our retail supermarket segment, our overall earnings declined. Although pricing initiatives helped to counter soaring input costs, particularly wheat and dairy based ingredients, our profits for the quarter were negatively impacted by the higher costs."

J & J Snack Foods Corp.'s principal products include SUPERPRETZEL, PRETZEL FILLERS and other soft pretzels, ICEE, SLUSH PUPPIE and ARCTIC BLAST frozen beverages, LUIGI'S, MAMA TISH'S, SHAPE UPS, MINUTE MAID\* and BARQ'S\*\* and CHILL\*\*\* frozen juice bars and ices, WHOLE FRUIT sorbet, FRUIT-A-FREEZE frozen fruit bars, MARY B'S biscuits and dumplings, DADDYRAY'S fig and fruit bars, TIO PEPE'S churros, THE FUNNEL CAKE FACTORY funnel cakes, and MRS. GOODCOOKIE, CAMDEN CREEK, COUNTRY HOME and READI-BAKE cookies. J & J has manufacturing facilities in Pennsauken, Bridgeport and Bellmawr, New Jersey; Scranton, Hatfield and Chambersburg, Pennsylvania; Carrollton, Texas; Atlanta, Georgia; Moscow Mills, Missouri; Pensacola, Florida and Vernon and Newport, California.

- \*MINUTE MAID is a registered trademark of The Coca-Cola Company.
- \*\*BARQ'S is a registered trademark of Barq's Inc.
- \*\*\*CHILL is a registered trademark of Wells Dairy, Inc.

Consolidated	Statement o	<u>of O</u>	<u>perations</u>
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		Consolidated Statement of Operations				
Net sales         \$176,839         \$162,510         \$451,966         \$406,602           Cost of goods sold         121,087         106,852         320,427         273,379           Gross profit         \$5,752         \$5,558         11,539         133,319           Operating spenses         38,298         36,852         106,009         10,177           Operating income         \$17,454         18,906         25,77         32,136           Cheir income         \$13,23         4,151         1,606         1,176           Cheir income taxes         17,966         19,257         27,439         34,050           Income taxes         7,166         5,676         10,724         12,145           Net aamings per diluted share         \$5,132         \$1,675         \$16,75         \$21,635           Earnings per diluted share         \$5,78         \$66         \$.88         \$1,14           Earnings per basic share         \$1,802         \$1,675         \$18,702         \$18,002           Weighted varage number of diluted shares         \$1,872         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,002         \$18,		Three Mont	<u>hs Ended</u>	Nine Months Ended		
Net sales         \$176,839         \$162,510         \$451,966         \$406,237,379           Cost of goods sold         121,087         10,0852         320,427         273,379           Gross profit         55,752         \$5,658         131,539         133,310           Operating expenses         38,299         30,852         100,609         101,172           Operating income         17,454         18,060         52,470         32,136           Cher income         17,966         19,257         27,439         40,60           Larnings before income taxes         17,966         19,257         27,439         40,60           Income axes         7,166         6,760         10,724         12,415           Vet earnings         \$10,800         \$12,497         \$16,715         \$21,635           Rearnings per diluted share         \$5,77         \$6,6         \$.88         \$1,146           Rearnings per diluted shares         \$18,761         \$8,99         \$1,168           Berlings per diluted shares         \$6,769         \$1,879         \$1,616           Weighted average number of diluted shares         \$8,900         \$1,168           Weighted average number of basic shares         \$18,702         \$1,800		June 28,	June 30,		June 30.	
Net sales         \$176,839         \$162,510         \$451,966         \$496,822           Cos of goods sold         121,087         106,852         320,427         273,379           Gross profit         55,752         55,568         131,539         133,313           Operating septeses         38,298         36,852         106,089         101,177           Operating income         17,454         18,806         25,470         32,136           Cher income taxes         17,986         19,257         27,439         34,050           Income taxes         17,986         19,257         27,439         34,050           Income taxes         5,108,200         \$12,497         \$16,715         \$21,055           Net earnings per diluted share         \$.57         \$.66         \$.88         \$1,14           Earnings per basic share         \$.58         \$.67         \$.89         \$1,14           Earnings per diluted shares         \$.57         \$.66         \$.88         \$1,14           Earnings per diluted share         \$.57         \$.66         \$.88         \$1,14           Earnings per diluted share         \$.57         \$.66         \$.88         \$1,14           Earnings per diluted share         \$.52		2008	2007	2008	2007	
Gos goods sold         121,087         10,6852         320,427         273,379           Gross profit         55,752         55,658         131,539         133,313           Operating sepenses         36,828         36,852         100,609         101,177           Operating income         17,454         18,806         25,470         32,136           Cher income taxes         17,966         19,257         274,33         34,050           Income taxes         7,966         6,760         10,724         12,145           Net earnings         \$10,202         \$12,497         \$16,715         \$21,635           Net earnings per diluted share         \$5,57         \$6,66         5,88         \$1,146           Earnings per basic share         \$5,57         \$6,66         \$8,88         \$1,16           Weighted average number of basic shares         18,961         19,655         \$19,02         \$18,00           Weighted average number of basic shares         18,961         19,657         \$18,00         \$18,00           Weighted average number of basic shares         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18						
Gos goods sold         121,087         10,6852         320,427         273,379           Gross profit         55,752         55,658         131,539         133,313           Operating sepenses         36,828         36,852         100,609         101,177           Operating income         17,454         18,806         25,470         32,136           Cher income taxes         17,966         19,257         274,33         34,050           Income taxes         7,966         6,760         10,724         12,145           Net earnings         \$10,202         \$12,497         \$16,715         \$21,635           Net earnings per diluted share         \$5,57         \$6,66         5,88         \$1,146           Earnings per basic share         \$5,57         \$6,66         \$8,88         \$1,16           Weighted average number of basic shares         18,961         19,655         \$19,02         \$18,00           Weighted average number of basic shares         18,961         19,657         \$18,00         \$18,00           Weighted average number of basic shares         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18,00         \$18	Nr. 1	¢176.000	Ø1C2 E10	¢451.066	# 40C CO2	
Gos profit         55,752         55,658         131,539         133,313           Operating expenses         38,298         3,6852         100,009         101,177           Other income         17,454         18,806         25,470         32,136           Cher income         1522         451         1,969         1,914           Earnings before income taxes         7,166         6,760         10,724         12,415           Net earnings         \$10,80         \$12,497         \$16,715         \$21,635           Net earnings per diluted share         \$5,78         \$,66         \$.88         \$1,14           Earnings per basic share         \$5,8         \$,67         \$,89         \$1,14           Barnings per basic share         18,981         19,055         19,013         18,981           Weighted average number of diluted shares         18,981         19,055         19,013         18,981           Weighted average number of basic shares         18,001         19,055         19,013         18,981           Weighted average number of basic shares         18,001         19,075         18,772         18,605           Correct tassets, excluding auction market preferred stock         \$13,002         \$2,202         \$3,202         \$3,2						
Operating expenses         38,288         36,852         10,609         10,117           Operating income         17,454         18,806         25,470         32,136           Cher income taxes         17,966         19,257         27,439         34,050           Income taxes         7,606         6,760         10,724         12,415           Net earnings         \$10,820         \$12,497         \$1,615         \$21,635           Earnings per diluted share         \$.57         \$.6         \$.88         \$1,14           Earnings per basic share         \$.58         \$.67         \$.89         \$1,60           Weighted average number of diluted shares         \$18,761         \$18,701         \$18,702         \$18,702         \$1,60           Weighted average number of basic shares         \$18,761         \$18,702         \$18,702         \$1,60         \$1	<u> </u>					
Operating income Other income         17,454 (as)         18,806 (as)         25,70 (as)         32,136 (as)         19,136 (as)         34,150 (as)         19,136 (as)         34,150 (as)         10,124 (as)         12,415 (as)         12,	•					
Other income         532         451         1,969         1,914           Earnings before income taxes         7,166         6,760         10,724         12,124           Income taxes         7,166         6,760         10,724         12,124           Net earnings         \$10,820         \$12,497         \$16,715         \$21,635           Earnings per diluted share         \$.58         \$.67         \$.89         \$1,106           Earnings per basic share         \$.58         \$.67         \$.89         \$1,108           Weighted average number of diluted shares         18,981         19,055         \$19,013         18,988           Weighted average number of basic shares         18,762         \$18,772         18,772         18,060           Weighted average number of basic shares         18,762         \$18,722         \$16,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$18,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060         \$12,060						
Earnings before income taxes         17,986         19,257         27,439         34,050           Income taxes         7,166         6,760         10,724         12,415           Net earnings         \$10,820         \$12,497         \$16,715         \$21,635           Earnings per dilited share         \$.57         \$.66         \$.88         \$1,14           Earnings per basic share         \$.58         \$.67         \$.89         \$1,16           Weighted average number of diluted shares         18,981         19,055         19,013         18,988           Weighted average number of basic shares         18,762         18,677         18,772         18,000           Current assets, excluding auction market preferred stock         \$153,281         \$24,164         \$24,200         \$3,			,			
Inceme taxes         7,166         6,760         10,724         12,415           Net earnings         \$10,820         \$12,497         \$16,75         \$21,635           Earnings per batic dahare         \$.57         \$.66         \$.88         \$1,14           Earnings per batic share         \$.58         \$.67         \$.89         \$1,68           Weighted average number of diluted shares         18,961         19,055         19,03         18,08           Weighted average number of basic shares         18,762         18,672         18,702         18,608           Weighted average number of basic shares         18,762         18,672         18,702         18,608           Weighted average number of basic shares         18,762         18,702         18,609	Other income	532	451	1,969	1,914	
Net earnings         \$10,820         \$12,497         \$16,715         \$21,635           Earnings per diluted share         \$.57         \$.66         \$.88         \$1.14           Earnings per basic share         \$.58         \$.67         \$.89         \$1.16           Weighted average number of diluted shares         18,981         19,055         19,013         18,988           Weighted average number of basic shares         18,762         18,772         18,608           Weighted average number of basic shares         18,762         18,772         18,608           Weighted average number of basic shares         18,762         18,702         18,608           Weighted average number of basic shares         \$20,000	Earnings before income taxes	17,986	19,257	27,439	34,050	
Earnings per diluted share         \$.57         \$.66         \$.88         \$1.16           Earnings per basic share         \$.58         \$.67         \$.89         \$1.16           Weighted average number of diluted shares         18,981         19,055         19,013         18,988           Weighted average number of basic shares         18,762         18,677         18,772         18,606           Current assets, excluding auction market preferred stock         \$153,281         \$124,164         Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         30,74         3,055           Total         \$40,016         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Déferred income taxes         19,180         451           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582	Income taxes	7,166	6,760	10,724	12,415	
Earnings per basic share   \$.58   \$.67   \$.89   \$1.16     Weighted average number of diluted shares   18,981   19,055   19,013   18,988     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,672   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   153,281   18,607   18,772   18,606     Weighted average number of basic shares   18,981   19,180     Weighted average number of basic shares   19,180   19,180     Weig	Net earnings	\$ 10,820	\$ 12,497	\$ 16,715	\$ 21,635	
Earnings per basic share   \$.58   \$.67   \$.89   \$1.16     Weighted average number of diluted shares   18,981   19,055   19,013   18,988     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   18,762   18,677   18,772     Weighted average number of basic shares   18,762   18,677   18,772   18,606     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   153,281   18,772   18,606     Weighted average number of basic shares   18,000   18,000     Weighted average number of basic shares   18,000   18,000     Weighted average number of basic shares   19,180   19,180     Weighted average number of basic shares   19,180     Weighted avera	Essein es ann dilute d'altres	¢ =7	¢ .cc	¢ 00	¢1 1 4	
Weighted average number of diluted shares         18,981         19,055         19,013         18,986           Consultated Balance Sheets         September 29, 2007           Lurrent assets, excluding auction market preferred stock         \$153,281         \$124,164           Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Défered income taxes         19,180         19,180           Other long term obligations         1,908         451           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,585						
Weighted average number of basic shares         18,762         18,772         18,606           Current assets, excluding auction market preferred stock         \$\frac{\text{Lument assets}}{\text{Lument assets}}\$\frac{\text{Statuding auction market preferred stock}}{\text{Current assets, excluding auction market preferred stock}}         \$\frac{\text{Statuding auction market preferred stock}}{\text{Statuding auction market preferred stock}}         \$\frac{\text{Statuding auction market preferred stock}}{\text{93,222}}\$           Goodwill         \$\frac{\text{94,426}}{\text{406}}}\$         \$\frac{\text{93,222}}{\text{503}}}\$           Other intangibles, net         \$\frac{\text{50,304}}{\text{500}}}\$         \$\frac{\text{50,304}}{\text{500}}}\$           Auction market preferred stock         \$\frac{\text{50,106}}{\text{50}}\$         \$\frac{\text{50,307}}{\text{500}}}\$           Other         \$\frac{\text{50,106}}{\text{500}}\$         \$\frac{\text{30,704}}{\text{500}}\$         \$\frac{\text{50,307}}{\text{500}}\$           Current liabilities         \$\frac{\text{70,262}}{\text{500}}\$         \$\frac{\text{64,601}}{\text{500}}\$           Long-term obligations under capital leases         \$\frac{\text{40}}{\text{40}}\$         \$\frac{\text{41,200}}{\text{500}}\$           Other long term obligations         \$\frac{\text{10,106}}{\text{400}}\$         \$\frac{\text{10,106}}{\text{400}}\$         \$\frac{\text{41,200}}{\text{400}}\$           Other long term obligations         \$\te						
Current assets, excluding auction market preferred stock         \$153,281         \$124,164           Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,001         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Defered income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582		,	,			
	Weighted average number of basic shares	18,762	18,677	18,772	18,606	
June 28, 2008         September 29, 2007 (in housands)           Current assets, excluding auction market preferred stock         \$153,281         \$124,164           Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,075         3,075           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Defered income taxes         19,180         451           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582						
Current assets, excluding auction market preferred stock         \$153,281         \$124,164           Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582						
Current assets, excluding auction market preferred stock         \$153,281         \$124,164           Property, plant & equipment, net         94,426         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582						
Property, plant & equipment, net         94,26         93,222           Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582			(in thousands)			
Goodwill         60,314         60,314           Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582	Current assets, excluding auction market preferred stock		\$153,281		\$124,164	
Other intangibles, net         54,766         58,333           Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582	Property, plant & equipment, net		94,426			
Auction market preferred stock         35,200         41,200           Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582	Goodwill		60,314		60,314	
Other         3,074         3,055           Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582	Other intangibles, net	54,766 58,			58,333	
Other Total         3,074 \$ 3,055 \$ 380,288	Auction market preferred stock		35,200		41,200	
Total         \$401,061         \$380,288           Current liabilities         74,262         64,601           Long-term obligations under capital leases         404         474           Deferred income taxes         19,180         19,180           Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582			3,074		3,055	
Long-term obligations under capital leases       404       474         Deferred income taxes       19,180       19,180         Other long term obligations       1,908       451         Stockholders' equity       305,307       295,582	Total					
Long-term obligations under capital leases       404       474         Deferred income taxes       19,180       19,180         Other long term obligations       1,908       451         Stockholders' equity       305,307       295,582	Comment link like in		74.262		C4 C01	
Deferred income taxes       19,180         Other long term obligations       1,908         Stockholders' equity       305,307						
Other long term obligations         1,908         451           Stockholders' equity         305,307         295,582						
Stockholders' equity         305,307         295,582						
Total \$401,061 \$380,288	* 5					
	Total		\$401,061		\$380,288	

The forward-looking statements contained herein are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected in the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management's analysis only as of the date hereof. The Company undertakes no obligation to publicly revise or update these forward-looking statements to reflect events or circumstances that arise after the date hereof.

#### **CONTACT:**

J & J Snack Foods Corp. Dennis G. Moore Senior Vice President Chief Financial Officer 856-665-9533, x 268