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SHELLS SEAFOOD RESTAURANTS INC

Form 8-K

October 27, 2004

As filed with the Securities and Exchange Commission on October 27, 2004.

UNITED STATES  
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):  
October 27, 2004

Shells Seafood Restaurants, Inc.  
(Exact name of registrant as specified in its charter)

|   |                                     |  |
|---|-------------------------------------|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 0-28258<br>(Commission file number) | 65-0427966<br>(IRS employer<br>identification No.) |
|---|-------------------------------------|--|

16313 N. Dale Mabry Hwy, Ste 100, Tampa, FL 33618  
(Address of principal executive offices)

Registrant's telephone number, including area code:  
(813) 961-0944

Not Applicable  
(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:

- 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 240.13a-4(c))

Item 2.02. Results of Operations and Financial Condition

Shells Seafood Restaurants, Inc. today issued a press release announcing third quarter and year-to-date results. Included in the press release issued by the Company and furnished herewith as Exhibit 99 are certain non-GAAP financial measures. Management of the Company believes such non-GAAP financial measures are useful to investors assessing the financial condition and results of operations of the Company's core business operations because they exclude results which management believes are atypical and unlikely to occur with regularity in the future.

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A copy of the press release follows as Exhibit 99.

### 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.

Dated: October 27, 2004

SHELLS SEAFOOD RESTAURANTS, INC.

By: /s/ Leslie J. Christon  
Leslie J. Christon  
President and CEO

### INDEX TO EXHIBITS

99 Press Release dated October 27, 2004.