
**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): July 18, 2011 (July 15, 2011)

CCA Industries, Inc.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other Jurisdiction of
Incorporation)

1-31643

(Commission File Number)

04-2795439

(IRS Employer Identification No.)

**200 MURRAY HILL PARKWAY,
EAST RUTHERFORD, NEW JERSEY**

(Address of Principal Executive Offices)

07073

(Zip Code)

Registrant's telephone number, including area code: **(201) 330-1400**

(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 240.13e-4(c))
-
-

Item 8.01 Other Events

The Company issued a press release on July 15, 2011 announcing its results for the quarter and six months ended May 31, 2011, the dividend for the third quarter of fiscal 2011 and the tentative settlement of a claim with Alleghany Pharmacal Corporation.

Item 9.01 Exhibits

The following exhibits are annexed hereto:

99.1 Press release issued July 15, 2011

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.

Dated:

July 18, 2011

CCA Industries, Inc.

**By: /s/ Stephen A. Heit
Stephen A. Heit
Chief Financial Officer**

Company Contact:
Dunnan D. Edell
Chief Executive Officer
800 524-2720

FOR IMMEDIATE RELEASE

CCA INDUSTRIES, INC. REPORTS TWENTY-NINTH CONSECUTIVE DIVIDEND, SECOND QUARTER RESULTS AND TENTATIVE SETTLEMENT OF CLAIM

East Rutherford, NJ, July 15, 2011: CCA Industries, Inc. (NYSE Amex: "CAW") announced today that its Board of Directors has approved a dividend of \$0.07 per share, payable to all shareholders of record as of August 2, 2011, and to be paid on September 2, 2011. This will be the Company's twenty-ninth consecutive dividend.

The Company also announced its results for the second quarter ended May 31, 2011. The Company had total revenues for the three months ended May 31, 2011 of \$12,885,313, and a net loss of \$(247,268). Total revenues for the same period in 2010 were \$14,855,217 and a net loss of \$(910,589). The basic and fully diluted loss per share was \$(0.04) for the second quarter of 2011 as compared to a loss of \$(0.13) for the second quarter of 2010. Revenues for the six months ended May 31, 2011 were \$25,456,419 and net income was \$95,837 as compared to revenues of \$28,053,503 and a net loss of \$(369,035) for the same period in 2010. The basic and fully diluted earnings per share for the six months ended May 31, 2011 was \$0.01 as compared to a loss of \$(0.05) per share for the same period in fiscal 2010.

The Company has reached a tentative settlement of its trademark license dispute with Alleghany Pharmacal Corporation in which it agreed to a one-time payment to Alleghany of \$600,000, an increase in the royalty rate from 1% to 2.5%, and a minimum annual royalty of \$250,000 in order to settle this matter in full. Although management believed that the Company had a meritorious defense and could prevail in a court of law, it was decided to settle the dispute as it did not want to risk the loss of two very profitable core brands, "Nutra Nail" and "Hair Off" and possible substantial liabilities which the Company estimated could be as high as \$1,900,000. While the settlement has not been finalized, a contingent liability of \$695,000 was recorded in the second quarter of fiscal 2011 to reflect the anticipated cost of settling this matter, which had a material effect on the second quarter results.

The Company's results were also impacted by legal fees of \$303,975 for the first half of fiscal 2011 related to the Company's adoption of the Rights Agreement in order to promote fair and equal treatment of the Company's stockholders in connection with any initiative to acquire control of the Company, and other agreements to ensure continuity of management. The Company allocated the entire annual amount due, of approximately \$1.3 million, under the consulting agreements with its two founders during the first six months of fiscal 2011. "There will be no further allocation of these consulting fees this year, which eliminates the expense for the second half of fiscal 2011" stated Dunnan Edell, President and Chief Executive Officer. "I believe that, putting these events behind us, the Company will have a profitable second half of 2011. I am excited that the Company will be introducing three new products in the second half that could provide a substantial increase to sales and earnings into fiscal 2012" Edell continued.

CCA Industries Inc. manufactures and markets health and beauty aids, each under its individual brand name. The products include, principally, "Plus+White" toothpastes and teeth whiteners, "Mega-T" Green Tea diet supplements, "Mega-T" Green Tea gum and mint products, "Bikini Zone" medicated topical and shave gels, "Nutra Nail" nail care treatments, "Scar Zone" scar treatment products, "Sudden Change" anti-aging skin care products, "Parfume de Vanille" fragrances, "Solar Sense" sun protection products, "Hair Off" hair removal and depilatory products, "Wash 'N Curl" shampoos and conditioners and "Pain Bust RII" an analgesic product.

Statements contained in the news release that are not historical facts are forward looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to risks and uncertainties, which would cause actual results to differ materially from estimated results. Such risks and uncertainties are detailed in the Company's filings with the Securities and Exchange Commission. No assurance can be given that the results in any forward-looking statement will be achieved and actual results could be affected by one or more factors, which could cause them to differ materially. For these statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act.

CCA Industries, Inc. & Subsidiaries
Second Quarter Ended
May 31, 2011
News Release

	<u>May 31, 2011</u>	<u>May 31, 2010</u>
Quarter Ended		
Total Revenues	\$ 12,885,313	\$ 14,855,217
Net (Loss)	\$ (247,268)	\$ (910,589)
Per Share (Loss)		
Basic	\$ (0.04)	\$ (0.13)
Diluted	\$ (0.04)	\$ (0.13)
Weighted Average Shares Outstanding		
Basic	7,054,442	7,054,442
Diluted	7,054,442	7,054,442
Six Months Ended		
Total Revenues	\$ 25,456,419	\$ 28,053,503
Net Income (Loss)	\$ 95,837	\$ (369,035)
Per Share Earnings (Loss)		
Basic	\$ 0.01	\$ (0.05)
Diluted	\$ 0.01	\$ (0.05)
Weighted Average Shares Outstanding		
Basic	7,054,442	7,054,442
Diluted	7,054,442	7,054,442