## SEC Form 4

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# 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
obligations may continue. See
Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OWR APPRO	VAL
OMB Number:	3235-0287
Estimated average burde	n
hours per response:	0.5

I I. Name and Address of Reporting Feison			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CBRL GROUP INC</u> [ CBRL ]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner		
(Loot) (Firot) (Middlo)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/23/2007	]	Officer (give title below)	Other (specify below)		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) LEBANON	TN	37087		X	Form filed by One Report Form filed by More than C Person	•		
(City)	(State)	(Zip)			Person			

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/23/2007		М		5,312	A	\$5.0864	27,591	D	
Common Stock	03/23/2007		S		5,312	D	\$50.383	22,279	D	
Common Stock	03/23/2007		М		25,312	A	\$7.4815	47,591	D	
Common Stock	03/23/2007		S		25,312	D	\$50.383	22,279	D	
Common Stock	03/23/2007		М		25,312	A	\$16.5556	47,591	D	
Common Stock	03/23/2007		S		25,312	D	\$50.383	22,279	D	
Common Stock	03/23/2007		М		4,064	A	\$29.5	26,343	D	
Common Stock	03/23/2007		S		4,064	D	\$50.383	22,279	D	

	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. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	umber vative urities uired or oosed o) (Instr. and 5)	Expiration Date of Securities (Month/Day/Year) Underlying		of Securities Deriv Underlying Security (Inst		8. Price of Derivative Security (Instr. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (rights to buy)	\$5.0864	03/23/2007		М			5,312	02/28/1990	01/30/2009	Common Stock	5,312	\$0	0	D	
Stock Options (rights to buy)	\$7.4815	03/23/2007		М			25,312	02/08/1991	01/30/2009	Common Stock	25,312	\$0	0	D	
Stock Options (rights to buy)	\$16.5556	03/23/2007		М			25,312	05/26/1992	01/30/2009	Common Stock	25,312	\$0	0	D	
Stock Options (rights to buy)	\$29.5	03/23/2007		М			4,064	05/24/1993	01/30/2009	Common Stock	4,064	\$0	21,248	D	

Explanation of Responses:

#### B.F. Lowery by N.B. Forrest

Shoaf, Attorney-in-fact

03/26/2007

Date

\*\* Signature of Reporting Person

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.