

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>EVINS DAN W</u> (Last) (First) (Middle) <u>305 HARTMANN DR</u> (Street) <u>LEBANON TN 37087</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CBRL GROUP INC [CBRL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CBRL Group, Chairman of Board</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/08/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	12/08/2003		M		17,196	A	\$18.375	117,196	D	
Common Stock	12/08/2003		S		17,196	D	\$40.075	100,000	D	
Common Stock	12/08/2003		M		12,804	A	\$20.1	112,804	D	
Common Stock	12/08/2003		S		12,804	D	\$40.075	100,000	D	
Common Stock	12/09/2003		M		59,750	A	\$20.1	159,750	D	
Common Stock	12/09/2003		S		59,750	D	\$40.34	100,000	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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities 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)	\$18.375	12/08/2003		M				17,196	04/20/2000	04/20/2009	Common Stock	17,196	\$0	0	D	
Stock Options (rights to buy)	\$20.1	12/08/2003		M				12,804	09/27/2002	09/27/2011	Common Stock	12,804	\$0	59,750	D	
Stock Options (rights to buy)	\$20.1	12/09/2003		M				59,750	09/27/2002	09/27/2011	Common Stock	59,750	\$0	0	D	

Explanation of Responses:

Dan W. Evins

12/10/2003

** Signature of Reporting Person

Date

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.