## 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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

| Name and Address of Reporting Person*     Flanagan Nicholas V         |  |   |  |  | 2. Issuer Name and Ticker or Trading Symbol CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]  |   |  |   |  |  |  |  | Check  | all applicable) Director   |   | p Person(s) to Issuer  10% Owner  Other (specify  |  |
|---|--|---|--|--|---|---|--|---|--|--|--|--|--|--|---|---|--|
| (Last) (First) (Middle) 305 HARTMANN DRIVE                            |  |   |  |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 02/26/2015   |  |   |  |  |  |  |  | below)   |   | below   |  |
| Street) LEBANON TN 37087  City) (State) (Zip)                         |  |   |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |   |  |  |  |  |  | ividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person   |   |   |  |
|   | Tabl                                       | e I - N   | Non-Deriv  | ative  | Seci  | uritie  | s Ac   | quire   | d, Di  | sposed o   | f, or E  | enefici  | ally (   | Owne   | ed  |   |  |
| Date  |  |   |  | Execution Date,  |   | tion Date,  |  |   |  |  |  | nd 5) Secu<br>Bene<br>Own  |  | ities<br>icially<br>d Following  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)   |  |
|   |  |   |  |  |   | Code  | v  | Amount  | (A) or<br>(D)  | Price  |  | Trans  | action(s)  |  | (111341.4)  |   |  |
| Common Stock 02/26/20   |  |   |  | 015  | ι5  |   |  | S   |  | 5,000  | D  | \$149.8  | 24 <sup>(1)</sup>  | 17,533.001   |   | D   |  |
|   | Та   | ble II  |  |  |   |   |  |   |  |  |  |  |  | vned   |   |   |  |
| 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | Execu<br>if any   | tion Date,   | Code (8)   | ransaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   |   | 6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration  |   |  | Amount or Number of  |  |  |  | derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported   | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4)   | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |  |
|   | Conversion or Exercise Price of Derivative | (First) (CRTMANN DRIVE  DN TN 3  (State) (Conversion or Exercise Price of Derivative (Month/Day/Year) | (First) (Middle)  RTMANN DRIVE  DN TN 37087  (State) (Zip)  Table I - N  Security (Instr. 3)  Stock  Table II  2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) | (First) (Middle)  RTMANN DRIVE  DN TN 37087  (State) (Zip)  Table I - Non-Deriv  Security (Instr. 3)  2. Transaction Date (Month/Day)  Conversion or Exercise Price of Derivative Price of Derivative  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year) | (First) (Middle)  RTMANN DRIVE  Table I - Non-Derivative Security (Instr. 3)  Stock  Table II - Derivative S (e.g., puts, compared of Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year) | (First) (Middle)  (First) (Middle)  RTMANN DRIVE  3. Date of 02/26/20  4. If Amend OZ/26/20  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  2. Table II - Derivative Security (e.g., puts, calls, Month/Day/Year)  2. Conversion or Exercise Price of Derivative (Month/Day/Year)  2. Conversion Ozer (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8) | (First) (Middle)  CTMANN DRIVE  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Tansaction Date (e.g., puts, calls, warr (Month/Day/Year)  2. Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  A. Deemed Execution Date (e.g., puts, calls, warr (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Code (Instr. 8)  5. Nu Transaction Derivative Securities (e.g., puts, calls, warr (A) of Derivative Security (Month/Day/Year) | (First) (Middle)  RTMANN DRIVE  Table I - Non-Derivative Securities Action Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acquee.g., puts, calls, warrants  Table II - Derivative Securities Acquee.g., puts, calls, warrants  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  3. Date of Earliest Tran 02/26/2015  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acquee.g., puts, calls, warrants  2. Conversion of Exercise Price of Date (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed Execution Date, if any (Month/Day/Year)  Stock  Table II - Non-Derivative Securities Acqueed Execution Date, if any (Month/Day/Year) | (First) (Middle)  RTMANN DRIVE  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security  Security  3. Date of Earliest Transaction 02/26/2015  4. If Amendment, Date of Orig  2. Transaction Date (Month/Day/Year)  2. Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Exercise Price of Derivative Security  3. Transaction Code (Instr. 8)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Expire (Month/Day/Year)  (Month/Day/Year)  Augustation Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date | CRACKER BARREL OF STORE, INC [ CBRL ]  3. Date of Earliest Transaction (Mont 02/26/2015  4. If Amendment, Date of Original File of Original Fi | CRACKER BARREL OLD COUNTY STORE, INC [ CBRL ]  (First) (Middle)  RTMANN DRIVE  3. Date of Earliest Transaction (Month/Day/Year) 02/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertibe Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertibe Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Date (Month/Day/Year) (Mont | CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]  3. Date of Earliest Transaction (Month/Day/Year) 02/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Execution Date, (Month/Day/Year)  Stock  1. Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Ber (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Ber (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  Stock  Date (Instr. 8)  Date Expiration  Date Expiration | CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]  3. Date of Earliest Transaction (Month/Day/Year) 02/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) 02/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) 02/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) 02/26/2015  5. Code   V   Amount   (A) or   Price   (A) or   (Code   V   Amount   (A) or   (Code   V   (Code | (Check STORE, INC [ CBRL ] (Check STORE, INC [ C | CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]   Check all application of Exercise Price of Original Filed (Month/Day/Year)   Code (Instr. Stock   02/26/2015   S   Date   Conversion of Exercise Price of Original Filed (Month/Day/Year)   Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)   Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)   Code (Instr. Stock   02/26/2015   S   S,000   D   \$149.824(1)   17,   Transaction of Exercise Price of Objetosed (Month/Day/Year)   Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)   Securities Acquired (Month/Day/Year) | CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]  3. Date of Earliest Transaction (Month/Day/Year) O2/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) O2/26/2015  4. If Amendment, Date of Original Filed (Month/Day/Year) O2/26/2015  5.t. VP O  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Stock  1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Ode (nstr. 8)  Stock  1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Ode (nstr. 8)  Stock  2. Transaction Date (nstr. 8)  Code V Amount (A) or Price (nstr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (month/Day/Year) (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Securities Date (Month/Day/Year)  5. Number of Derivative Securities Optivative Securities (Month/Day/Year)  2. Transaction Date (nstr. 8)  3. Transaction Date (month/Day/Year)  4. Securities Acquired (A) or Disposed of (D) Price (month/Day/Year)  5. Number of Derivative Securities Optivative Securities Optivative Securities Optivative Securities Optivative Security (Instr. 3)  4. Securities Acquired (A) or Disposed of (D) Price (Instr. 4)  5. Number of Derivative Security (Instr. 3)  6. Date Execution Date (Month/Day/Year)  7. Title and Park (Instr. 3)  8. Price of Derivative Securities Optivative Securities | CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]  3. Date of Earliest Transaction (Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction (Month/Day/Year)  Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction (Month/Day/Year)  Stock  Date (Ronth/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Pol) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (D) (Instr. 3, 4 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction (Month/Day/Year)  Stock  Date (Ronth/Day/Year)  Annount of Conversion Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. A. Deemed Execution Date (e.g., puts, calls, warrants, options, convertible securities)  2. Date (Instr. 3)  3. Transaction (Month/Day/Year)  Annount of Conversion Derivative Securities Annount of Code (Instr. 4)  4. Transaction of Code (Instr. 5)  Beneficially Owned (e.g., puts, calls, warrants, options, convertible Securities)  2. Date Exercisable and Expiration Date (Month/Day/Year)  Annount of Code (Instr. 4)  Beneficially Ownership Form: Direct (Instr. 4)  Conversion Ownership Form: Direct (Instr. 4)  Beneficially Ownership Form: Dire |

### **Explanation of Responses:**

1. Represents the average sale price for the transaction reported. Sales prices ranged from \$149.48 per share to \$150.23 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

# Remarks:

Nicholas V. Flanagan by

Michael J. Zylstra, Attorney-03/02/2015

in-fact

\*\* 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.