FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APF | PROVAL |
|-------------|----------|
| OMB Number: | 3235-028 |

December 31,

0.5

Expires: Estimated average burden hours per response:

Check this box if no longer subject to

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

| 1. Name and Address of Reporting Person* EVINS DAN W | | | | | | 2. Issuer Name and Ticker or Trading Symbol CBRL GROUP INC [CBRL] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|---|---|--|---|---------|------------------------------|--|-------|-----------------------------------|------------------------------------|---|---------------------|--|-----------------------------------|-----------------------------|--|--|---|--|--|--|
| (Last) | | | (Middle) | | | Date of /24/2(| | est Tran | saction (N | on (Month/Day/Year) | | | | | Officer below) | (give title | 10% Owr Other (sp below) hairman of Boar | | pecify | |
| (Street) (City) (State) (Zip) | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line) | Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| | | Tab | le I - No | n-Deriv | vative | e Sec | uriti | ies Ac | quired | , Dis | sposed o | of, or Be | enefic | ially | Persor Owned | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | er) Ex | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | | Beneficially Owned Followin | | Form (D) or | : Direct r Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Pric | :e | Reporte Transac (Instr. 3 | ction(s) | | | Instr. 4) | |
| Common | Stock | | | 07/24 | 1/2003 | | | | M | | 6,000 | A | 25 | 5.75 | 5 516,000 D | | | | | |
| Common | Stock | | 07/24/200 | | | :003 | | | S | | 6,000 | D | 35. | 0828 | 8 510,000 | | | D | | |
| | | Т | able II - | | | | | | | | osed of converti | | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/D | n Date, | 4. Transa Code (8) | | n of | | 6. Date E Expiratio (Month/D | n Date | | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 9 | 3. Price of Derivative Security Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amou or Numl of Share | ber | | | | | | |
| Stock Options (rights to | 25.75 | 07/24/2003 | | | M | | | 6,000 | 08/26/19 | 94 (| 08/26/2003 | Common Stock | 6,00 | 00 | \$0 | 0 | | D | | |

Explanation of Responses:

Dan W. Evins

07/25/2003

** 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.