SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP
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OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

Check this box i Section 16. Forri obligations may Instruction 1(b).	continue. See	STATE	Filed pursuant to Section 16(a) of the Securities Exchange Act or Section 30(h) of the Investment Company Act of 194(c of 1934	OMB Number: Estimated average bur hours per response:	3235-02 den (
1. Name and Addre Harig Robert	ess of Reporting Per	son*	2. Issuer Name and Ticker or Trading Symbol <u>CBRL GROUP INC</u> [CBRL] 3. Date of Earliest Transaction (Month/Day/Year)	5. Relationship of F (Check all applicab Director X Officer (gi below)	10%	Owner r (specify	
(Last) (First) (305 HARTMANN DRIVE		(Middle)	09/25/2008	í í	Sr. VP, Human Resources		
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	nt/Group Filing (Check A		
(City)	TN (State)	37087 (Zip)	_		I by One Reporting Per I by More than One Rej		
			erivative Securities Acquired, Disposed of, or	Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, Trans		ction	Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities Beneficially Owned Following	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)

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)		Derivative		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)	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		(Instr. 4)		
Stock Options (right to buy)	\$27.02	09/25/2008		A		10,833 ⁽¹⁾		09/25/2009	09/25/2018	Common Stock	10,833	\$0	10,833	D	

Explanation of Responses:

1. This option grant vests over three years in equal installments on September 25, 2009, 2010 and 2011, respectively.

Robert J. Harig by Forrest Shoaf, Attorney-in-fact

09/29/2008

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.