

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported): February 28, 2003

**CBRL GROUP, INC.**

Tennessee  
(State or Other Jurisdiction  
of Incorporation)

0-25225  
(Commission File Number)

62-1749513  
(I.R.S. Employer  
Identification No.)

305 Hartmann Drive, Lebanon, Tennessee 37087

(615) 444-5533

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**Item 5. Other Events and Regulation FD Disclosure**

CBRL Group, Inc. issued a press release announcing that it has been authorized by its Board of Directors to repurchase up to 2 million additional shares of its common stock. Such repurchases are expected to be made from time to time in open market transactions.

**Item 7. Financial Statements and Exhibits**

- (a) Financial Statements. None.
- (b) Pro Forma Financial Information. None.
- (c) Exhibits.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 28, 2003

CBRL GROUP, INC.

By: /s/James F. Blackstock  
Name: James F. Blackstock  
Title: Senior Vice President, General  
Counsel and Secretary

Exhibit 99.1

Contact: Lawrence E. White  
Senior Vice President,  
Finance and Chief Financial Officer  
615-444-5533

**CBRL GROUP, INC. ANNOUNCES A NEW SHARE REPURCHASE  
AUTHORIZATION FOR 2 MILLION SHARES**

LEBANON, Tenn. – (February 28, 2003) – CBRL Group, Inc. (the “Company”) (Nasdaq: CBRL) today announced that it has been authorized by its Board of Directors to repurchase up to 2 million additional shares of its common stock. Such repurchases are expected to be made from time to time in open market transactions. The Company had approximately 49.4 million shares outstanding at the end of its second fiscal quarter on January 31, 2003.

Thus far this fiscal year, the Company has repurchased 2 million shares of its common stock for total consideration of approximately \$53.9 million, or \$26.93 per share. Since its first share repurchase authorization in fiscal 1999, the Company has repurchased just over 17.6 million shares of its common stock for total consideration of approximately \$411.7 million, or \$23.35 per share.

Headquartered in Lebanon, Tennessee, CBRL Group, Inc. presently operates 469 Cracker Barrel Old Country Store restaurants and gift shops located in 41 states and 95 company-operated and 12 franchised Logan’s Roadhouse restaurants in 17 states.