

=====

UNITED STATES
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): September 12, 2002

CBRL GROUP, INC.

Tennessee	0-25225	62-1749513
-----	-----	-----
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

305 Hartmann Drive, Lebanon, Tennessee 37087

(615) 444-5533

=====

ITEM 5. OTHER EVENTS.

CBRL Group, Inc. (the "Company") is responding to questions recently posed by the U.S. Department of Justice ("DOJ") in an investigation of its subsidiary Cracker Barrel Old Country Store, Inc. In the first quarter of fiscal 2003, the DOJ formally contacted Cracker Barrel pursuant to Title II of the Civil Rights Act of 1964 to request background information concerning claims of discrimination in public accommodations. The Company understands this to be a preliminary fact-finding inquiry and welcomes the opportunity to respond to the DOJ. The Company and Cracker Barrel intend to cooperate fully with the DOJ in order to demonstrate that any claims of discrimination are without merit.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Financial Statements. None.
- (b) Pro Forma Financial Information. None.
- (c) Exhibits. See Exhibit Index immediately following the signature page hereto.

ITEM 9. REGULATION FD DISCLOSURE.

On September 12, 2002, CBRL Group, Inc. issued the press release that is attached as Exhibit 99 to this Current Report on Form 8-K, which by this reference is incorporated herein as if copied verbatim, with respect to certain 2002 fiscal year-end and 2002 fourth quarter-end financial and other information, recent sales trends, and earnings guidance for the first fiscal quarter and full year of 2003.

In addition, the Company's Chief Financial Officer stated the following at a previously disclosed conference call, open to the public, held on September 12, 2002: "We do expect to file the required CEO and CFO

certifications under both SEC Order 4-460 and under Sarbanes-Oxley on time. Our due date for filing our Form 10-K is October 31, 2002."

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: September 12, 2002

CBRL GROUP, INC.

By: /s/ James F. Blackstock

Name: James F. Blackstock

Title: Senior Vice President, General Counsel and Secretary

2

EXHIBIT INDEX

Exhibit No.	Description	Page No.
-----	-----	-----
99	Press Release issued by CBRL Group, Inc. on September 12, 2002.	4

3

POST OFFICE BOX 787
LEBANON, TENNESSEE
37088-0787
PHONE 615.444.5533

=====
CBRL GROUP, INC.
=====

[LOGO OF CBRL GROUP, INC.]

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

CBRL GROUP, INC. BREAKS THE \$2 BILLION REVENUE MARK, ANNOUNCES STRONG,
ON-TARGET FOURTH QUARTER AND YEAR-END RESULTS, REPORTS CURRENT SALES
TRENDS AND PROVIDES EARNINGS GUIDANCE FOR FISCAL 2003

LEBANON, Tenn. - (September 12, 2002) - CBRL Group, Inc. (the "Company") (Nasdaq: CBRL) today announced results for its fourth quarter of fiscal 2002 ended August 2, 2002, reporting diluted earnings per share of \$0.56, up 16.7% from \$0.48 in the year-earlier quarter after excluding the impact of certain charges taken last year and described below and in the Company's Annual Report on Form 10-K for fiscal 2001. The prior year \$0.48 was benefited by approximately \$0.09 as a result of a non-recurring fourteenth week (the August 2, 2002 fiscal quarter had thirteen weeks). The fiscal 2002 fourth quarter diluted earnings per share of \$0.56 was in the high end of the Company's guidance and exceeded the First Call consensus estimate of \$0.54. Total revenue for the fiscal year exceeded \$2 billion for the first time in the Company's 33-year history. The Company also announced additional fiscal year 2002 results, recent sales trends, and earnings guidance for the first fiscal quarter and full year of 2003.

Highlights of the fiscal 2002 fourth quarter and year-end results and fiscal 2003 sales trends and earnings guidance included:

- * Diluted earnings per share for the thirteen-week fourth quarter of fiscal 2002 up 16.7% and net income up 12.5% from the fourteen-week fourth quarter of fiscal 2001 (excluding the effect of \$0.43 of certain prior-year charges described below), on approximately the same level of total revenue.
- * Diluted earnings per share for the 52-week fiscal 2002 of \$1.64, compared with \$1.30 (excluding the effect of \$0.43 of certain prior-year charges described below) in the 53-week fiscal 2001, an increase of 26.2%.
- * Total revenue for the full fiscal 2002 year exceeded \$2 billion, a first for the Company.
- * Store operating income margins for the fourth fiscal quarter of 2002 improved 0.8% as a percent of revenues compared with a year earlier (excluding the effect of certain prior-year charges described below).

CBRL Announces Fourth Quarter Results
Page 2
September 12, 2002

- * Comparable store sales for the quarter up 3.9% and 1.9% on a comparable week basis for the Company's Cracker Barrel Old Country Store(R) ("Cracker Barrel") restaurant and retail operations, respectively, marking the tenth consecutive quarter of positive comparable restaurant sales and twelfth consecutive quarter of positive comparable restaurant guest traffic.
- * Comparable store sales increased 1.3% on a comparabl week basis in the Company's Logan's Roadhouse(R) ("Logan's") restaurants.
- * Approximately 7.6 million shares of the Company's outstanding common stock wererepurchased at an average price of \$28.41 during fiscal

2002.

- * Comparable store restaurant sales trends thus far in the first quarter of fiscal 2003 are up approximately 1-1.5% in Cracker Barrel and are approximately flat in Logan's.
- * To date, fiscal 2003 first quarter comparable store retail sales trends in Cracker Barrel are down approximately 3.5%.
- * Diluted earnings per share guidance in the high \$0.30's to low \$0.40's for the first fiscal quarter of 2003, compared with \$0.35 in the prior fiscal year on total revenue growth of approximately 6%; full-year fiscal 2003 diluted earnings per share growth target of 15% or better compared to the \$1.64 for fiscal 2002, on total revenue growth of 8-9%.

Total revenue for the fourth quarter ended August 2, 2002, of \$544 million approximated total revenue for the fiscal fourth quarter of 2001. This comparison includes the effect of the non-recurring fourteenth week in last year's fiscal fourth quarter (there were 13 weeks this year), which benefited last year's quarter by approximately \$40.5 million, or approximately 8%. Comparable store sales for the Cracker Barrel concept increased 3.9% for restaurants on a comparable week basis, including 1.5% higher guest traffic, and 1.9% in retail. The Logan's concept achieved 1.3% higher comparable store sales, including a 1.8% increase in guest traffic. During the quarter, the Company opened six new Cracker Barrel units and one new franchised Logan's restaurant.

The Company reported net income for the fourth quarter of fiscal 2002 of \$30.5 million, or \$0.56 per diluted share, reflecting increases of 12.5% and 16.7%, respectively, from net income of \$27.1 million and diluted earnings per share of \$0.48 for the fourth quarter of fiscal 2001 before the effect of certain charges last year, a description of which and their affect on actual results is provided below and in the Company's fiscal 2001 Annual Report on Form 10-K. These comparisons also reflect the non-recurrence of the benefit of an additional week in the prior year fiscal quarter, which added an estimated \$0.09 to diluted earnings per share, and approximately \$5 million to net income last fiscal year.

Store operating income margins in the fourth quarter improved from 13.5% of total revenue last fiscal year before the effect of the charges referenced above to 14.3% in fiscal 2002. The improvement in margin of 0.8% as a percent of revenue reflected lower cost of goods sold and labor and related expenses, partly offset by higher other store operating expenses, which were reduced in the prior fiscal year as a percent of total revenue by the favorable effect of the fourteenth week.

For the fiscal year ended August 2, 2002, total revenue was \$2,067 million compared with \$1,964 million for the full year of fiscal 2001, an increase of 5.3% including the effect of the non-recurring fifty-third week last fiscal year compared to 52 weeks in fiscal 2002. Comparable store restaurant sales for Cracker Barrel were up 5.3% from a year ago on a comparable week basis, including 2.4% higher guest traffic, and comparable store retail sales grew 2.3%. For Logan's,

-MORE-

CBRL Announces Fourth Quarter Results

Page 3

September 12, 2002

comparable store sales for the full fiscal year increased 2.4% on a comparable week basis, with a 2.3% increase in guest traffic. The Company opened 20 new Cracker Barrel units and nine new company-operated and four franchised Logan's restaurants during the year.

Net income for the Company for the full fiscal year of 2002 increased to \$91.8 million, or \$1.64 per diluted share, from \$73.7 million, or \$1.30 per diluted share, last fiscal year before the effect of the charges referenced above, reflecting increases of 24.6% and 26.2%, respectively. Store operating income margin for the full fiscal year improved 0.8% as a percent of total revenue, from 12.0% (before the effect of the charges referenced above) to 12.8%.

The charges, referred to above, taken in the fourth fiscal quarter of 2001 reflected the costs of exiting the Company's Carmine Giardini's restaurant and gourmet market business, closing seven other units in the Company's Cracker Barrel and Logan's concepts, and accruing for a settlement proposal for a certain collective action lawsuit under the Fair Labor Standards Act not considered routine litigation incidental to the Company's business. The pre-tax cost of exiting the Carmine Giardini's business and closing seven other units included the following: \$10.4 million for write-off of goodwill related to the original acquisition of the Carmine Giardini's

business; \$14.8 million for loss on disposition of inventories and property and equipment net of projected sales proceeds; and \$4.4 million for estimated lease termination expenses, severance costs, and other incidental costs of exiting and closing. The accrual for estimated settlement of litigation was \$3.5 million. These charges were reflected in the Company's consolidated statements of income for the fourth fiscal quarter and full fiscal year ended August 3, 2001, as follows: cost of goods sold, \$0.7 million; labor and other related expenses, \$0.9 million; other store operating expenses, \$20.6 million; general and administrative expenses, \$0.5 million; and amortization of goodwill, \$10.4 million. The following table summarizes the results before the effect of these charges and actual results:

	Fiscal Fourth Quarter		Fiscal Full Year	
	2002	2001(a)	2002	2001(a)
Net Income (in millions)				

Before effect of charges	\$30.5	\$27.1 (b)	\$91.8	\$73.7 (b)
Actual	\$30.5	\$2.6	\$91.8	\$49.2
Earnings per Share (diluted)				

Before effect of charges	\$0.56	\$0.48 (b)	\$1.64	\$1.30 (b)
Actual	\$0.56	\$0.05	\$1.64	\$0.87

(a) The fourth quarter and full year of fiscal 2001 benefited from a non-recurring 14th and 53rd week, respectively, which improved Net Income and Diluted Earnings per Share by an estimated \$5.0 million and \$0.09, respectively, and is included in the table.

(b) Results before effect of charges reflect earnings before charges taken in the fourth quarter of fiscal 2001 for exiting the Carmine Giardini's restaurant and gourmet market business, closing of seven other units, and providing for estimated settlement value of certain litigation.

During fiscal 2002, the Company repurchased approximately 7.6 million shares of its outstanding common stock for almost \$217 million, or approximately \$28.41 per share. These repurchases included

-MORE-

CBRL Announces Fourth Quarter Results

Page 4

September 12, 2002

2.1 million shares repurchased simultaneously with the closing of the Company's issuance of \$172.7 million of zero-coupon senior convertible notes during the third fiscal quarter. In the fourth quarter, approximately 2.6 million shares were repurchased at an average price of approximately \$29.45.

Commenting on the results, CBRL Group, Inc. President and Chief Executive Officer Michael A. Woodhouse said, "We are extremely pleased with our fiscal 2002 fourth quarter performance, which was in the high end of our guidance and continued the stronger than expected performance already achieved in previous quarters. We believe that the strength of our restaurant sales and guest traffic in both concepts during the fourth fiscal quarter, despite a slowdown in sales for many across the industry, reaffirms our strategy of making our concepts destinations of choice for consumers. We maintained momentum in growing our operating margins as we continued to see reductions in product costs and realized improvements in labor costs despite paying higher bonuses associated with the strong operating results, demonstrating the continued improving performance of our business."

THE COMPANY URGES CAUTION IN CONSIDERING ITS CURRENT TRENDS AND THE EARNINGS TARGETS DISCLOSED IN THIS PRESS RELEASE. THE RESTAURANT INDUSTRY IS HIGHLY COMPETITIVE, AND TRENDS AND TARGETS ARE SUBJECT TO NUMEROUS FACTORS AND INFLUENCES, SOME OF WHICH ARE DISCUSSED IN THE CAUTIONARY LANGUAGE AT THE END OF THIS PRESS RELEASE. THE COMPANY ASSUMES NO OBLIGATION TO UPDATE DISCLOSED INFORMATION ON TRENDS OR TARGETS OTHER THAN IN ITS PERIODIC FILINGS UNDER FORMS 10-K, 10-Q, AND 8-K WITH THE SECURITIES AND EXCHANGE COMMISSION.

The Company reported that quarter-to-date comparable store restaurant sales for the first quarter of fiscal 2003 in its Cracker Barrel units are up approximately 1-1.5% compared with the same period a year ago, reflecting approximately flat traffic and increases in average check, including menu pricing of less than 1%. Quarter-to-date retail sales in the comparable units

are down approximately 3.5%, primarily resulting from logistical delays associated with rerouting of imported holiday merchandise. Fall apparel sales also have been softer. Quarter-to-date comparable store sales in the Company's Logan's restaurants are approximately flat compared with last year, including approximately 0.5% lower guest traffic.

President and CEO Michael A. Woodhouse commented on the trends, "Our industry has experienced sales softness in recent weeks, and we were not immune. After maintaining positive restaurant sales and traffic at Cracker Barrel in August, our current trends appear to have been disrupted by the events leading up to the anniversary of September 11 and their effect on consumers. We are pleased, however, that our sales on a relative basis appear to compare well with many in our industry, which we feel is a reaffirmation of our strategy for our concepts to be destinations of choice through delivery of superior value and service."

The Company's present guidance for diluted earnings per share for the first quarter of fiscal 2003, which ends on November 1, 2002, is in the high \$0.30's to low \$0.40's, compared with \$0.35 in the year-ago quarter, on total revenue growth of approximately 6%. Earnings guidance reflects many assumptions, most of which cannot be known with certainty, including very importantly, sales expectations. The Company presently expects to finish the first fiscal quarter with positive comparable restaurant sales and traffic at Cracker Barrel and with improvements in Logan's comparable sales and traffic trends. The Company also anticipates that the stocking of holiday retail merchandise in Cracker Barrel stores will be completed in October, back on track from the logistical delays described above, and before the busiest part of the holiday merchandising season. The Company expects to open four new Cracker Barrel units and five company-operated Logan's restaurants in the first fiscal quarter.

-MORE-

CBRL Announces Fourth Quarter Results

Page 5

September 12, 2002

For the full fiscal year of 2003, the Company's present guidance is for diluted earnings per share growth to meet or exceed the Company's goal of 15% or better increases on total revenue growth of 8-9%. The guidance reflects comparable store sales growth generally at or above first quarter expectations, apart from some potential relative softness in the second fiscal quarter based on relatively difficult comparisons against last year's unusually mild winter weather. During fiscal 2003 the Company expects to open approximately 23 new Cracker Barrel units and approximately 12 new Logan's company-operated restaurants.

The Company also reported that it is responding to questions recently posed by the U.S. Department of Justice ("DOJ") in an investigation of its subsidiary Cracker Barrel Old Country Store, Inc. In the first quarter of fiscal 2003, the DOJ formally contacted Cracker Barrel pursuant to Title II of the Civil Rights Act of 1964 to request background information concerning claims of discrimination in public accommodations. The Company understands this to be a preliminary fact-finding inquiry and welcomes the opportunity to respond to DOJ. The Company and Cracker Barrel intend to cooperate fully with the DOJ in order to demonstrate that any claims of discrimination are without merit.

Finally, the Company 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.

Headquartered in Lebanon, Tennessee, CBRL Group, Inc. presently operates 457 Cracker Barrel Old Country Store restaurants and gift shops located in 41 states and 85 company-operated and 12 franchised Logan's Roadhouse restaurants in 17 states.

EXCEPT FOR SPECIFIC HISTORICAL INFORMATION, THE MATTERS DISCUSSED IN THIS PRESS RELEASE ARE FORWARD-LOOKING STATEMENTS THAT INVOLVE RISKS, UNCERTAINTIES AND OTHER FACTORS THAT MAY CAUSE ACTUAL RESULTS AND PERFORMANCE OF CBRL GROUP, INC. TO DIFFER MATERIALLY FROM THOSE EXPRESSED OR IMPLIED BY THIS DISCUSSION. ALL FORWARD-LOOKING INFORMATION IS PROVIDED BY THE COMPANY PURSUANT TO THE SAFE HARBOR ESTABLISHED UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995 AND SHOULD BE EVALUATED IN THE CONTEXT OF THESE FACTORS. FORWARD-LOOKING STATEMENTS GENERALLY CAN BE IDENTIFIED BY THE USE OF FORWARD-LOOKING TERMINOLOGY SUCH AS "ASSUMPTIONS", "TARGET", "GUIDANCE", "PLANS", "MAY", "WILL", "WOULD", "EXPECT", "INTEND", "ESTIMATE",

"ANTICIPATE", "BELIEVE", "POTENTIAL" OR "CONTINUE" (OR THE NEGATIVE OF EACH OF THESE TERMS) OR SIMILAR TERMINOLOGY. FACTORS WHICH WILL AFFECT ACTUAL RESULTS INCLUDE, BUT ARE NOT LIMITED TO: ADVERSE GENERAL ECONOMIC CONDITIONS INCLUDING UNCERTAIN CONSUMER CONFIDENCE EFFECTS ON SALES; THE ACTUAL RESULTS OF PENDING OR THREATENED LITIGATION OR GOVERNMENTAL INVESTIGATIONS; THE EFFECTS OF NEGATIVE PUBLICITY; COMMODITY, WORKERS' COMPENSATION, GROUP HEALTH AND UTILITY PRICE CHANGES; WEATHER CONDITIONS AND CUSTOMER TRAVEL ACTIVITY AND RETAIL BUYING TRENDS; THE EFFECTS OF PLANS INTENDED TO IMPROVE OPERATIONAL EXECUTION AND PERFORMANCE INCLUDING RETAIL LOGISTICS INITIATIVES; THE EFFECTS OF INCREASED COMPETITION AT COMPANY LOCATIONS ON SALES AND ON LABOR RECRUITING, COST AND RETENTION; THE ABILITY OF AND COST TO THE COMPANY TO RECRUIT, TRAIN AND RETAIN QUALIFIED RESTAURANT HOURLY AND MANAGEMENT EMPLOYEES; THE ABILITY OF THE COMPANY TO IDENTIFY SUCCESSFUL NEW LINES OF RETAIL MERCHANDISE; THE AVAILABILITY AND COST OF ACCEPTABLE SITES FOR DEVELOPMENT; THE ACCEPTANCE OF THE COMPANY'S CONCEPTS AS THE COMPANY CONTINUES TO EXPAND INTO NEW MARKETS AND GEOGRAPHIC REGIONS; CHANGES IN INTEREST RATES AFFECTING THE COMPANY'S FINANCING COSTS; CHANGES IN OR IMPLEMENTATION OF ADDITIONAL GOVERNMENTAL OR REGULATORY RULES AND REGULATIONS AFFECTING ACCOUNTING, WAGE AND HOUR MATTERS, HEALTH AND SAFETY, PENSIONS AND INSURANCE; PRACTICAL OR PSYCHOLOGICAL EFFECTS OF TERRORIST ACTS, OR MILITARY OR GOVERNMENT RESPONSES; OTHER UNDETERMINABLE AREAS OF GOVERNMENT OR REGULATORY ACTIONS

-MORE-

CBRL Announces Fourth Quarter Results
Page 6
September 12, 2002

OR REGULATIONS; AND OTHER FACTORS DESCRIBED FROM TIME TO TIME IN THE COMPANY'S FILINGS WITH THE SECURITIES AND EXCHANGE COMMISSION, PRESS RELEASES AND OTHER COMMUNICATIONS.

-MORE-

CBRL Announces Fourth Quarter Results
Page 7
September 12, 2002

CBRL GROUP, INC.
CONSOLIDATED INCOME STATEMENT (UNAUDITED)
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

	FOURTH QUARTER ENDED			YEAR ENDED		
	8/02/02	8/03/01	CHANGE	8/02/02	8/03/01	CHANGE
Net sales:						
Restaurant	\$ 444,917	\$ 440,005	1%	\$ 1,645,696	\$ 1,543,815	7%
Retail	98,873	103,846	(5)	420,057	419,104	-
Net sales	543,790	543,851	--	2,065,753	1,962,919	5
Franchise fees and royalties	337	218	55	1,139	773	47
Total revenue	544,127	544,069	--	2,066,892	1,963,692	5
Cost of goods sold	171,544	178,053	(4)	677,738	664,332	2
Gross profit	372,583	366,016	2	1,389,154	1,299,360	7
Labor & other related expenses	203,718	206,859	(2)	777,617	732,419	6
Other store operating expenses	91,367	107,810	(15)	347,085	353,334	(2)
Store operating income	77,498	51,347	51	264,452	213,607	24
General and administrative	28,057	27,285	3	115,152	102,541	12
Amortization of goodwill	--	11,374	(100)	--	14,370	(100)
Operating income	49,441	12,688	290	149,300	96,696	54
Interest expense	2,153	2,526	(15)	6,769	12,316	(45)

Interest income	--	--	--	--	84	(100)
Pretax income	47,288	10,162	365	142,531	84,464	69
Provision for income taxes	16,835	7,568	122	50,742	35,283	44
Net income	\$ 30,453	\$ 2,594	1,074	\$ 91,789	\$ 49,181	87
Earnings per share:						
Basic	\$ 0.59	\$ 0.05	1,075	\$ 1.69	\$ 0.88	92
Diluted	\$ 0.56	\$ 0.05	1,020	\$ 1.64	\$ 0.87	89
Weighted average shares:						
Basic	51,840	55,236	(6)	54,199	56,129	(3)
Diluted	53,923	55,923	(4)	56,091	56,799	(1)

Ratio Analysis

Net sales:						
Restaurant	81.7%	80.9%		79.6%	78.6%	
Retail	18.2	19.1		20.3	21.4	
Net sales	99.9	100.0		99.9	100.0	
Franchise fees and royalties	0.1	--		0.1	--	
Total revenue	100.0	100.0		100.0	100.0	
Cost of goods sold	31.5	32.7		32.8	33.8	
Gross profit	68.5	67.3		67.2	66.2	
Labor & other related expenses	37.4	38.0		37.6	37.3	
Other store operating expenses	16.8	19.8		16.8	18.0	
Store operating income	14.3	9.5		12.8	10.9	
General and administrative	5.2	5.0		5.6	5.2	
Amortization of goodwill	--	2.1		--	0.8	
Operating income	9.1	2.4		7.2	4.9	
Interest expense	0.4	0.5		0.3	0.6	
Interest income	--	--		--	--	
Pretax income	8.7	1.9		6.9	4.3	
Provision for income taxes	3.1	1.4		2.5	1.8	
Net income	5.6%	0.5%		4.4%	2.5%	

-MORE-

CBRL Announces Fourth Quarter Results
Page 8
September 12, 2002

CONSOLIDATED CONDENSED BALANCE SHEET (UNAUDITED) (IN THOUSANDS)

	8/02/02	8/03/01
	-----	-----
Assets		
Cash and cash equivalents	\$ 15,074	\$ 11,807
Other current assets	156,414	143,383
Property and equipment, net	984,817	955,028
Goodwill, net	92,882	92,882
Other assets	14,550	9,772
Total assets	\$ 1,263,737	\$ 1,212,872
Liabilities and Stockholders' Equity		
Current liabilities	\$ 233,075	\$ 197,249
Long-term debt	194,476	125,000
Other long-term obligations	53,192	44,515
Stockholders' equity	782,994	846,108
Total liabilities and stockholders' equity	\$ 1,263,737	\$ 1,212,872

CONSOLIDATED CONDENSED CASH FLOW STATEMENT
(UNAUDITED)
(IN THOUSANDS)

	FISCAL YEAR ENDED	
	8/02/02	8/03/01
Cash flow from operating activities:		
Net income	\$ 91,789	\$ 49,181
Depreciation and amortization	62,759	64,902
(Gain)/loss on disposition of property and equipment	(781)	671
Impairment loss	--	24,431
Net changes in other assets and liabilities	37,657	8,577
Net cash provided by operating activities	191,424	147,762
Cash flows from investing activities:		
Purchase of property and equipment	(96,692)	(91,439)
Net proceeds from sale of property and equipment	5,813	141,283
Net cash (used in) provided by investing activities	(90,879)	49,844
Cash flows from financing activities:		
Proceeds from issuance of long-term debt	591,756	355,600
Principal payments under long-term debt and capital lease obligations	(524,140)	(522,790)
Proceeds from exercise of stock options	53,103	5,155
Purchase and retirement of common stock	(216,834)	(36,444)
Dividends on common stock	(1,163)	(1,185)
Net cash used in financing activities	(97,278)	(199,664)
Net increase (decrease) in cash and cash equivalents	3,267	(2,058)
Cash and cash equivalents, beginning of year	11,807	13,865
Cash and cash equivalents, end of year	\$ 15,074	\$ 11,807

-MORE-

CBRL Announces Fourth Quarter Results
Page 9
September 12, 2002

CBRL GROUP, INC.
SUPPLEMENTAL INFORMATION
(UNAUDITED)

	AS OF 8/02/02	AS OF 8/03/01
Common shares outstanding	50,272,459	55,026,846
Units in operation:		
Cracker Barrel	457	437
Logan's Roadhouse - company-owned	84	75
Carmin Giardini's Gourmet Market*	--	--
Total company-owned units	541	512
Logan's Roadhouse - franchised	12	8
System-wide units	553	520

	FOURTH QUARTER ENDED		FISCAL YEAR ENDED	
	8/02/02	8/03/01	8/02/02	8/03/01
Net sales in company-owned stores**:				
(In thousands)				
Cracker Barrel - restaurant	\$ 384,922	\$ 380,767	\$ 1,405,669	\$ 1,324,903
Cracker Barrel - retail	98,873	101,595	420,057	407,887
Cracker Barrel - total	483,795	482,362	1,825,726	1,732,790
Logan's Roadhouse	59,995	58,492	240,027	214,542
Carmine Giardini's Gourmet Market*	--	2,997	--	15,587
Total net sales	\$ 543,790	\$ 543,851	\$ 2,065,753	\$ 1,962,919
Operating weeks - company-owned stores**:				
Cracker Barrel	5,910	6,161	23,187	23,049
Logan's Roadhouse	1,092	1,086	4,238	3,906
Average comparable store sales - Company-owned stores: (In thousands)				
Cracker Barrel - restaurant	\$ 843.7	\$ 812.0	\$ 3,150.1	\$ 2,992.5
Cracker Barrel - retail	220.3	216.3	945.2	923.8
Cracker Barrel - total	\$ 1,064.0	\$ 1,028.3	\$ 4,095.3	\$ 3,916.3
Logan's Roadhouse	\$ 716.5	\$ 707.5	\$ 2,959.1	\$ 2,890.3
Capitalized interest	\$ 87	\$ 120	\$ 363	\$ 851

* The Company exited the Carmine Giardini's Gourmet Market business at the end of fiscal 2001.

** The Company's fiscal year ended August 3, 2001, consisted of 53 weeks and the fourth quarter of fiscal 2001 consisted of 14 weeks.

-END-