

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 24, 2004

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

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions :

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR.13e-4(c))

Item 7.01. Regulation FD Disclosure.

On September 24, 2004, CBRL Group, Inc. issued the press release that is furnished 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 its declaration of a cash dividend of twelve cents per share, payable on November 1, 2004 to shareholders of record as of October 8, 2004.

Item 9.01. Financial Statements and Exhibits.

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

99 Press Release issued by CBRL Group, Inc. dated September 24, 2004.

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 24, 2004

CBRL GROUP, INC.

By: /s/ James F. Blackstock

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

Post Office Box 787
Lebanon, Tennessee
37088-0787
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[Logo of CBRL Group, Inc.]

Contact: Lawrence E. White
Senior Vice President,
Finance and Chief Financial Officer
615-443-9869

CBRL GROUP, INC. ANNOUNCES QUARTERLY DIVIDEND INCREASE TO TWELVE CENTS PER SHARE

Lebanon, TN (September 24, 2004) - CBRL Group, Inc. (the "Company") (NASDAQ: CBRL) today announced that the Board of Directors has declared a dividend to common shareholders of twelve cents per share, payable on November 1, 2004 to shareholders of record as of October 8, 2004. This dividend reflects a 9.1% increase from the previous quarterly dividend paid for the last four quarters.

Commenting on the dividend increase, CBRL Group, Inc. President and Chief Executive Officer Michael A. Woodhouse said, "We are pleased to announce an increase to our quarterly dividend, the first increase since the adoption of our new dividend policy in September a year ago. We continue to expect to generate strong cash flow from our businesses, and we believe that dividends remain an attractive means of returning capital to our shareholders."

Headquartered in Lebanon, Tennessee, CBRL Group, Inc. presently operates 506 Cracker Barrel Old Country Store restaurants and gift shops located in 41 states and 111 company-operated and 20 franchised Logan's Roadhouse restaurants in 18 states.

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