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CBRL GROUP INC
Form 8-K
July 12, 2002

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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): July 11, 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

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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 July 11, 2002, CBRL Group, Inc. issued the press release that is attached as Exhibit 99.1 to this Current Report on Form 8-K, which by this

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reference is incorporated herein as if copied verbatim, with respect to the effectiveness of its Registration Statement on Form S-3, as amended, relating to the resale by holders of CBRL's zero coupon senior convertible notes due 2032 (the "Notes"), shares of CBRL common stock issuable upon conversion and/or redemption of the Notes and guarantees of the Notes by CBRL's subsidiaries.

In addition, on July 11, 2002, CBRL Group, Inc. issued the press release that is attached as Exhibit 99.2 to this Current Report on Form 8-K, which by this reference is incorporated herein as if copied verbatim, announcing the completion of its 1.5 million share repurchase authorization and the authorization of a new 1.0 million share repurchase program.

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: July 12, 2002

CBRL GROUP, INC.

By: /s/ James F. Blackstock

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

EXHIBIT INDEX

| Exhibit No. ----- | Description ----- | Page No. ----- |
|----------------------|--|-------------------|
| 99.1 | Press Release issued by CBRL Group, Inc. on July 11, 2002. | |
| 99.2 | Press Release issued by CBRL Group, Inc. on July 11, 2002. | |