

CBRL GROUP INC

Form 4

March 26, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LOWERY B F

(Last) (First) (Middle)

305 HARTMANN DRIVE

(Street)

LEBANON, TN 37087

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CBRL GROUP INC [CBRL]

3. Date of Earliest Transaction
(Month/Day/Year)

03/23/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/23/2007		M		5,312	A	\$ 5.0864	27,591	D
Common Stock	03/23/2007		S		5,312	D	\$ 50.383	22,279	D
Common Stock	03/23/2007		M		25,312	A	\$ 7.4815	47,591	D
Common Stock	03/23/2007		S		25,312	D	\$ 50.383	22,279	D
Common Stock	03/23/2007		M		25,312	A	\$ 16.5556	47,591	D
	03/23/2007		S		25,312	D	\$ 50.383	22,279	D

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Common
Stock

Common Stock	03/23/2007	M	4,064	A	\$ 29.5	26,343	D
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Common Stock	03/23/2007	S	4,064	D	\$ 50.383	22,279	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (rights to buy)	\$ 5.0864	03/23/2007		M		5,312		02/28/1990	01/30/2009	Common Stock	5,312
Stock Options (rights to buy)	\$ 7.4815	03/23/2007		M		25,312		02/08/1991	01/30/2009	Common Stock	25,312
Stock Options (rights to buy)	\$ 16.5556	03/23/2007		M		25,312		05/26/1992	01/30/2009	Common Stock	25,312
Stock Options (rights to buy)	\$ 29.5	03/23/2007		M		4,064		05/24/1993	01/30/2009	Common Stock	4,064

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

LOWERY B F
305 HARTMANN DRIVE X
LEBANON, TN 37087

Signatures

B.F. Lowery by N.B. Forrest Shoaf,
Attorney-in-fact

03/26/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* 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.

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