FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*  LOW/EDBY D. F.						2. Issuer Name <b>and</b> Ticker or Trading Symbol CBRL GROUP INC [ CBRL ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
LOWERY B F						SERIE STOOT IIIO [ GERE ]								X Directo	r		10% Ow	ner
(Last) (First) (Middle) 305 HARTMANN DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 11/22/2005								Officer below)	(give title	Other (specif below)		pecify
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)				
LEBAN														Form filed by One Reporting Person Form filed by More than One Reporting				- 1
(City)	(S	tate)	(Zip)											Person	l			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		d (A) or r. 3, 4 and	Beneficia Owned F	es Form ally (D) of Following (I) (II		Direct III Indirect E str. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)			nstr. 4)
Common Stock 11/22/						)5			A		2,000	1) A	A \$0 20,279		D			
	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 D if any (Month/Day/	ate,	4. Transaction Code (Instr.		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)			
Stock Options (rights to	\$36.82	11/22/2005			A		1,000 <sup>(2)</sup>		11/22/200	6	11/22/2015	Common Stock	1,000	\$36.82	0		D	

## **Explanation of Responses:**

1. CBRL Group, Inc. granted these 2,000 shares as a restricted stock grant to this director on November 22, 2005. These shares will be forfeited if the reporting person's service as a director ends prior to November 22, 2008.

B. F. Lowery by Linda Vantrease, Attorney-in-fact

11/23/2005

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>2.</sup> The option vests over three years in equal annual installments on November 22, 2006, 2007 and 2008, respectively.