

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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 22, 2005  
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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 1.01 Entry into a Material Definitive Agreement

Reference is made to Item 1.01 of the CBRL Group, Inc. (the "Company") Current Report on Form 8-K filed with the Commission on August 1, 2005, which is incorporated herein by this reference. In addition, on September 22, 2005, the following compensatory arrangements or awards were approved for certain officers of the Company and its subsidiaries:

FY 06 Salaries for Named Executive Officers  
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The base salary of Michael A. Woodhouse, Chairman, President and Chief Executive Officer, was increased from \$875,000 to \$950,000 effective October 1, 2005.

FY 06 LTI Plan  
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Pursuant to the LTI Plan, the following officers received options for that number of shares set forth below:

Name	# of Shares
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Mr. Woodhouse	145,330
Mr. White	24,202
Mr. Taylor	33,119
Mr. Gilbert	17,403

These options have a term of ten years and vest at a cumulative rate of 33-1/3% per year. They each have an exercise price of \$34.60 per share.

CBRL Group, Inc. Targeted Retention Plan  
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Pursuant to the Retention Plan, Mr. Gilbert received an award of 10,525 restricted shares, which cliff vest on September 22, 2010. In addition, Mr. Vogel will receive an award of restricted stock at the end of the Company's 2006 fiscal year. The number of shares to be received at that time will be determined by dividing Mr. Vogel's 2006 salary and bonus by the closing market price of the Company's common stock on the last trading day of the Company's 2006 fiscal year. That stock will vest on September 22, 2010.

CBRL 2005 LTI Plan

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Pursuant to the 2005 MTIRP, the following officers received awards of restricted stock in the following amounts:

Name	# of Shares
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Mr. Woodhouse	17,871
Mr. White	2,757
Mr. Taylor	4,289
Mr. Gilbert	2,566
Mr. Vogel	1,991

These awards cliff vest at the end of the Company's 2007 fiscal year.

Item 7.01. Regulation FD Disclosure

On September 22, 2005, the Company issued a press release, which is furnished hereto as Exhibit 99.1 and incorporated by reference as if fully set forth herein, announcing that the Company will be presenting at the RBC Capital Markets Consumer Conference on September 29, 2005 at 10:30 a.m. Eastern Time and noted that an audio webcast of the Company's presentation at the conference would be available to the public over the Internet, and through October 13, 2005.

On September 22, 2005, the Company issued the press release which is furnished hereto as Exhibit 99.2 and incorporated by reference as if fully set forth herein, announcing that its Board of Directors had declared a cash dividend of thirteen cents per share, payable on November 8, 2005 to shareholders of record on October 14, 2005.

Item 9.01. Financial Statements and Exhibits

(a) Financial Statements. None

(b) Pro Forma Financial Information. None

(c) Exhibits.

99.1 Press Release issued by CBRL Group, Inc. dated September 22, 2005 Announcing Presentation at RBC Capital Markets Consumer Conference.

99.2 Press Release issued by CBRL Group, Inc. dated September 22, 2005 Announcing Quarterly Dividend

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 26, 2005

CBRL GROUP, INC.

By: /s/ N.B. Forrest Shoaf

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Name: N.B. Forrest Shoaf  
Title: Senior Vice President,  
Secretary and General Counsel

[Logo of CBRL Group, Inc.]

Post Office Box 787  
Lebanon, Tennessee  
37088-0787  
Phone 615.443.9869

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CBRL Group, Inc.  
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Contact: Lawrence E. White  
Senior Vice President/  
Finance and Chief Financial  
Officer  
(615)443-9869

CBRL GROUP, INC. TO PRESENT AT THE  
RBC CAPITAL MARKETS CONSUMER CONFERENCE

LEBANON, TN (September 22, 2005) - CBRL Group, Inc. (the "Company") (Nasdaq: CBRL) will be presenting at the RBC Capital Markets Consumer Conference to be held September 27-29, 2005 in Orlando, Florida at Disney's Grand Floridian Resort and Spa.

An audio webcast of the presentation, which will begin on Thursday, September 29, 2005, at 10:30 a.m. Eastern Time (9:30 a.m. Central Time), will be available over the Internet at <http://www.wsw.com/webcast/rbc34/cbrl>. The replay of the webcast will be available one hour after the presentation ends and will be accessible for 14 days. The archived webcast will also be available on the Company's website at [www.cbrlgroup.com](http://www.cbrlgroup.com) through October 13, 2005.

The Company's Senior Vice President of Finance and Chief Financial Officer, Lawrence E. White, will be speaking at the conference.

Headquartered in Lebanon, Tennessee, CBRL Group, Inc. presently operates 534 Cracker Barrel Old Country Store restaurants and gift shops located in 41 states and 127 company-operated and 23 franchised Logan's Roadhouse restaurants in 19 states.

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CBRL Group, Inc.  
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Contact: Lawrence E. White  
Senior Vice President/  
Finance and  
Chief Financial Officer

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

LEBANON, Tenn. (September 22, 2005) -- CBRL Group, Inc. (the "Company") (Nasdaq: CBRL) today announced that the Board of Directors has declared a dividend to common shareholders of \$0.13 per share, payable on November 8, 2005 to shareholders of record on October 14, 2005. This dividend reflects an 8.3% increase from the previous quarterly dividend paid for the last four quarters.

Headquartered in Lebanon, Tennessee, CBRL Group, Inc. presently operates 534 Cracker Barrel Old Country Store restaurants and gift shops located in 41 states and 127 company-operated and 23 franchised Logan's Roadhouse restaurants in 19 states.

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