

**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

| 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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|   |  |  |
|---|--|--|
| 1. Name and Address of Reporting Person*<br><u>Pommells Craig</u><br><hr/> (Last) (First) (Middle)<br><u>305 HARTMANN DR</u><br><hr/> (Street)<br><u>LEBANON TN 37087</u><br><hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>CRACKER BARREL OLD COUNTRY STORE, INC [ CBRL ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><p style="text-align: center;"><b>SVP &amp; CFO</b></p> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>09/30/2024</u>                                |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |  |

**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                    | 09/30/2024                           |  | M                              |   | 562 <sup>(1)</sup>  | A          | \$0.00  | 40,838  | D  |   |
| Common Stock                    | 09/30/2024                           |  | F                              |   | 234 <sup>(2)</sup>  | D          | \$45.35 | 40,604  | D  |   |
| Common Stock                    | 09/30/2024                           |  | F                              |   | 471 <sup>(3)</sup>  | D          | \$45.35 | 40,133  | D  |   |
| Common Stock                    | 09/30/2024                           |  | F                              |   | 187 <sup>(3)</sup>  | D          | \$45.35 | 39,946  | D  |   |
| Common Stock                    | 09/30/2024                           |  | F                              |   | 1,019 <sup>(3)</sup>  | D          | \$45.35 | 38,927  | 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 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 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) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Performance Stock                          | \$0.00   | 09/30/2024                           |  | M                              |   |  | 562 | 09/30/2024   | 09/30/2024      | Common Stock  | 0.00                                       | 0.00   | D   |  |

**Explanation of Responses:**

- Vesting based on three-year performance requirements and the certification by the Compensation Committee of achievement of those requirements under the FY22 Long-Term Performance Plan.
- Represents shares deducted to satisfy federal tax withholding obligations on the granting of the award disclosed in row one of this table.
- Represents shares deducted to satisfy federal tax withholding obligations on the vesting of a previously disclosed award.

**Remarks:**

Craig Pommells by Richard M. Wolfson, Attorney-in-Fact 10/01/2024

\*\* 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.