

CRACKER BARREL OLD COUNTRY STORE, INC  
Form 8-K  
February 24, 2009

---

---

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): February 24, 2009

CRACKER BARREL OLD COUNTRY STORE, INC.

|  |                                     |   |
|--|-------------------------------------|---|
| Tennessee<br>(State or Other Jurisdiction<br>of Incorporation) | 0-25225<br>(Commission File Number) | 62-1749513<br>(I.R.S. Employer<br>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 240.13e-4(c))
- 
-



Item 2.02. Results of Operations and Financial Condition.

On February 24, 2009, Cracker Barrel Old Country Store, Inc. (the "Company") issued the press release that is furnished as Exhibit 99.1 to this Current Report on Form 8-K, which by this reference is incorporated herein as if copied verbatim, with respect to fiscal 2009 second quarter results, fiscal 2009 outlook and the conference call to be held to discuss this information.

Item 7.01. Regulation FD Disclosure.

The information set forth in Item 2.02 above and in Exhibit 99.1 to this Current Report on Form 8-K is incorporated by reference as if fully set forth herein.

Also, on February 24, 2009, the Company issued the press release that is furnished as Exhibit 99.2 to this Current Report on Form 8-K and that is incorporated by reference into this Item announcing that its Board of Directors had declared a quarterly dividend of \$0.20 per share payable on May 5, 2009 to shareholders of record on April 17, 2009.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

See Exhibit Index immediately following the signature page to this Current Report on Form 8-K.

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: February 24, 2009

CRACKER BARREL OLD COUNTRY  
STORE, INC.

By: /s/ N.B. Forrest  
Shoaf  
Name: N.B. Forrest Shoaf  
Title: Senior Vice President, Secretary  
and Chief Legal Officer

EXHIBIT INDEX

| Exhibit No. | Description of Exhibit  |
|-------------|---|
| 99.1        | Press Release dated February 24, 2009 – Second Quarter Results (furnished only) |
| 99.2        | Press Release dated February 24, 2009 – Dividend Announcement (furnished only)  |