

CRACKER BARREL OLD COUNTRY STORE, INC  
Form DEFA14A  
September 13, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14A  
Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934  
(Amendment No. )**

Filed by the Registrant  x  
Filed by a party other than the Registrant  o

Check the appropriate box:

- o Preliminary Proxy Statement
- o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- o Definitive Proxy Statement
- o Definitive Additional Materials
- b Soliciting Material Pursuant to §240.14a-12  
**Cracker Barrel Old Country Store, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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The following is an excerpt from the transcript of Cracker Barrel Old Country Store, Inc.'s fourth quarter 2011 earnings conference call held on September 13, 2011:

**MANAGEMENT DISCUSSION SECTION**

[UNRELATED DISCUSSION]

**Sandra B. Cochran**

Thanks, Larry. Before we begin the Q&A session, I would like to make one comment with regard to Mr. Biglari and his recent actions. I want to remind everybody that we tried in good faith to reach an amicable resolution with him in offering him opportunity to appoint two independent seats on our Board and we're disappointed that he has chosen to embark on a disruptive and costly campaign. Although we disagree with his assertions we believe the most important thing we can do today is to focus on the company's operations and earnings and we ask you to keep your questions to this area.

So with that, Jessica, we'll now open for questions.

[UNRELATED DISCUSSION]