

CRACKER BARREL OLD COUNTRY STORE, INC
Form DFAN14A
October 25, 2012

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

CRACKER BARREL OLD COUNTRY STORE, INC.
(Name of Registrant as Specified in Its Charter)

BIGLARI HOLDINGS INC.
BIGLARI CAPITAL CORP.
THE LION FUND, L.P.
STEAK N SHAKE OPERATIONS, INC.
SARDAR BIGLARI
PHILIP L. COOLEY

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials:

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Item 1: On October 25, 2012, Biglari Holdings Inc. issued the following investor presentation:

- 1 BJ's Restaurants, Inc. (BJRI)
Peter A. Bassi
Potbelly Sandwich Works
 - 2 Bob Evans Farms, Inc. (BOBE)
E. William Ingram
CEO - White Castle System, Inc.
 - 3 Bravo Brio Restaurant Group, Inc. (BBRG)
Fortunato Valenti
CEO - Patina Restaurant Group, LLC
 - David Pittaway
The Cheesecake Factory Incorporated
(CAKE)
 - Thomas J. Baldwin
Firebirds Wood Fired Grill
Restaurants
Lone Star Steakhouse
Texas Land & Cattle
Restaurants
Home Run Inn Pizza
 - 4 Brinker International, Inc. (EAT)
Michael Dixon
Pinkberry
 - Jon Luther
Dunkin' Brands Group, Inc. (DNKN)
 - 5 Caribou Coffee Company, Inc. (CBOU)
Wallace Doolin
Famous Dave's of America, Inc.
(DAVE)
 - 6 Carrols Restaurant Group, Inc. (TAST)
Daniel S. Schwartz
Burger King Holdings, Inc. (BKC)
 - Steven M. Wiborg
Burger King Holdings, Inc. (BKC)
 - Nicholas Daraviras
Fiesta Restaurant Group, Inc.
(FRGI)
 - 7 CEC Entertainment, Inc. (CEC)
Louis Neeb
Denny's Corporation (DENN)
 - Walter Tyree
Cracker Barrel Old Country Store, Inc.
(CBRL)
 - 8 The Cheesecake Factory Incorporated (CAKE)
David Pittaway
Bravo Brio Restaurant Group, Inc.
(BBRG)
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| 9 | Cosi, Inc. (COSI) Creed Ford CEO - Fired Up, Inc. | Michael O'Donnell CEO - Ruth's Hospitality Group, Inc. (RUTH) LRI Holdings Inc. Sbarro, Inc. | Robert Merritt Ruth's Hospitality Group, Inc. (RUTH) |
| 10 | Del Frisco's Restaurant Group Inc. (DFRG) Norman J. Abdallah California Pizza Kitchen CEO - Romano's Macaroni Grill | David B. Barr Rita Restaurant Corp. | |
| 11 | Denny's Corporation (DENN) Louis Neeb CEC Entertainment, Inc. (CEC) | | |
| 12 | Domino's Pizza, Inc. (DPZ) Richard Federico Jamba, Inc. (JMBA) CEO - P.F. Chang's China Bistro, Inc. | Andrew Balson Bloomin' Brands, Inc. (BLMN) | |
| 13 | Dunkin' Brands Group, Inc. (DNKN) Jon Luther Brinker International, Inc. (EAT) Arby's Restaurant Group | Mark Nunnelly Bloomin' Brands, Inc. (BLMN) | |
| 14 | Famous Dave's of America, Inc. (DAVE) Wallace Doolin Caribou Coffee Company, Inc. (CBOU) | John Gilbert IGNITE Restaurant Group, Inc. (IRG) | |
| 15 | Frisch's Restaurants, Inc. (FRS) Robert J. (RJ) Dourney CEO - Hearthstone Associates LLC | | |
| 16 | Granite City Food & Beverage Ltd. (GCFB) Robert Doran McDonalds of Hawaii | Fouad Bashour TM Restaurant Holdings Red Mango, Inc. | |

- 17 Ignite Restaurant Group, Inc. (IRG)
 John F. Gilbert III
 Famous Dave's of America, Inc.
 (DAVE)
- 18 Jack in the Box (JACK)
 David L. Goebel
 CEO - Goodcents Deli Fresh Subs
- 19 Jamba, Inc. (JMBA)
 Richard L. Federico
 CEO - P.F. Chang's China Bistro Inc.
 Domino's Pizza. (DPZ)
- 20 Luby's Inc. (LUB)
 Christopher Pappas
 CEO - Pappas Restaurants, Inc.
- 21 Panera Bread Co. (PNRA)
 Thomas E. Lynch
 Rubio's Restaurants Inc.
- 22 Papa John's Int'l, Inc. (PZZA)
 Wayne Taylor
 CEO - Texas Roadhouse, Inc. (TXRH)
- 23 Pizza Inn Inc. (PZZI)
 Steven Johnson
 CEO - F&H Acquisition Corp.
- 24 Ruby Tuesday, Inc. (RT)
 Jeffrey O'Neill
 CEO - Einstein Noah Restaurant Group
 (BAGL)
- 25 Ruth's Hospitality Group, Inc. (RUTH)
 Michael O'Donnell
 Cosi, Inc. (COSI)
 Sbarro Inc.
 LRI Holdings Inc.
- 26 Sonic Corporation (SONC)
 Douglas Benham
 O'Charley's Inc.
- 27 Texas Roadhouse, Inc. (TXRH)
 Wayne Taylor
 Papa John's Int'l, Inc. (PZZA)
- Michael A. Depatie
 CEO - Kimpton Hotels and Restaurants,
 LLC
- David A. Pace
 Bloomin' Brands, Inc.
 (BLMN)
- Harris Pappas
 Pappas Restaurants, Inc.
- Clinton Coleman
 F&H Acquisition Corp.
- James Zielke
 F&H Acquisition Corp.
- Robert Merritt
 Cosi, Inc. (COSI)