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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) July 17, 2014**

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**Carrols Restaurant Group, Inc.**

(Exact name of registrant as specified in its charter)



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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-33174**  
(Commission  
File Number)

**16-1287774**  
(I.R.S. Employer  
Identification No.)

**968 James Street  
Syracuse, New York**  
(Address of principal executive office)

**13203**  
(Zip Code)

**Registrant's telephone number, including area code (315) 424-0513**

**N/A**  
(Former name or former address, if changed since last report.)

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Check the appropriate box below 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
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**ITEM 7.01. REGULATION FD DISCLOSURE.**

On July 17, 2014, Carrols Restaurant Group, Inc. issued a press release, the entire text of which is attached as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

99.1 Carrols Restaurant Group, Inc. Press Release, dated July 17, 2014

## Signatures

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.

CARROLS RESTAURANT GROUP, INC.

Date: July 17, 2014

By: /s/ William E. Myers

Name: William E. Myers

Title: Vice President, General Counsel and Secretary

**FOR IMMEDIATE RELEASE**

Investor Relations:  
800-348-1074, ext. 3333  
investorrelations@carrols.com

**CARROLS RESTAURANT GROUP, INC. SIGNS AGREEMENT TO PURCHASE 21 BURGER KING® RESTAURANTS IN UPSTATE NEW YORK**

Syracuse, New York — (Business Wire) — July 17, 2014 — Carrols Restaurant Group, Inc. ("Carrols" or the "Company") (Nasdaq: TAST) today announced that on July 11, 2014 it signed a definitive agreement to purchase 21 BURGER KING® restaurants from Kessler Group, Inc. The restaurants are located in or around Rochester, NY and in the "Southern Tier" region of Western New York State. The transaction is expected to close by the end of July 2014 and is subject to customary closing conditions.

The Company continues to expand and to increase its ownership of BURGER KING® restaurants. Carrols also recently completed the acquisition of a total of eight BURGER KING® restaurants in two separate transactions. On June 30, 2014, Carrols completed the purchase of four BURGER KING® restaurants in the Pittsburgh, Pennsylvania market. The Company previously announced that it had also closed on the acquisition of four BURGER KING® restaurants located in Fort Wayne, Indiana on April 30, 2014.

Daniel T. Accordino, the Company's Chief Executive Officer said, "Earlier this year we completed a public offering of common stock to position us for opportunities such as these. Carrols has a track record of improving the operations and profitability of restaurants it has acquired and we believe we will enhance shareholder value as we execute our strategy to further expand our ownership within the BURGER KING® system. We expect to make additional announcements of this nature in the future."

**About the Company**

Carrols Restaurant Group, Inc. is the largest BURGER KING® franchisee in the world with 564 restaurants as of June 30, 2014 and has operated BURGER KING® restaurants since 1976. For more information on Carrols, please visit the company's website at [www.carrols.com](http://www.carrols.com).

**Forward-Looking Statements**

*Except for the historical information contained in this news release, the matters addressed are forward-looking statements. Forward-looking statements, written, oral or otherwise made, represent Carrols' expectation or belief concerning future events. Without limiting the foregoing, these statements are often identified by the words "may", "might", "believes", "thinks", "anticipates", "plans", "expects", "intends" or similar expressions. In addition, expressions of our strategies, intentions or plans are also forward-looking statements. Such statements reflect management's current views with respect to future events and are subject to risks and uncertainties, both known and unknown. You are cautioned not to place undue reliance on these forward-looking statements as there are important factors that could cause actual results to differ materially from those in forward-looking statements, many of which are beyond our control. Investors are referred to the full discussion of risks and uncertainties as included in Carrols' filings with the Securities and Exchange Commission.*