

**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): October 26, 2017 (October 24, 2017)**

**Churchill Downs Incorporated**

(Exact name of registrant as specified in its charter)

**Kentucky**  
(State of incorporation)

**001-33998**  
(Commission file number)

**61-0156015**  
(IRS Employer Identification No.)

**600 North Hurstbourne Parkway, Suite 400, Louisville, Kentucky 40222**  
(Address of principal executive offices)  
(Zip Code)

**(502) 636-4400**  
(Registrant's telephone number, including area code)

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

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 (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).  
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01. Other Events**

Churchill Downs Incorporated (“CDI”) (NASDAQ: CHDN) announced today that its Board of Directors (the “Board”) approved on October 24, 2017:

- the appointment of Mr. R. Alex Rankin, a current member of the Board, as Vice Chairman of the Board; and
- a dividend of \$1.52 per share on CDI's common stock, payable January 5, 2018, to shareholders of record as of the close of business on December 1, 2017.

A copy of the press release announcing this appointment and dividend is attached hereto as Exhibit 99.1 and incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release dated October 26, 2017 issued by Churchill Downs Incorporated.

**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.

Date: October 26, 2017

**CHURCHILL DOWNS INCORPORATED**

By: /s/ Bradley K. Blackwell  
Name: Bradley K. Blackwell  
Title: Senior Vice President, General Counsel and Secretary

# CHURCHILL DOWNS

I N C O R P O R A T E D

**FOR IMMEDIATE RELEASE**

Contact: Lauren DePaso

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## **Churchill Downs Incorporated Board of Directors Appoints R. Alex Rankin as Vice Chairman and Increases Annual Dividend for Shareholders**

**LOUISVILLE, Ky. (October 26, 2017)** - Churchill Downs Incorporated (CDI or the Company) (NASDAQ: CHDN) announced today that its Board of Directors has voted to appoint R. Alex Rankin as Vice Chairman of the Board in recognition of his ongoing contributions to the Board.

The Company's Board of Directors also approved an annual cash dividend of \$1.52 per outstanding share, a 15 percent increase over the prior year, on CDI's common stock, payable January 5, 2018, to shareholders of record on December 1, 2017. This marks the seventh consecutive year that the Company has increased the dividend.

### **ABOUT CHURCHILL DOWNS INCORPORATED**

Churchill Downs Incorporated, (CDI) (NASDAQ: CHDN), headquartered in Louisville, Ky., is an industry-leading racing, gaming and online entertainment company anchored by our iconic flagship event - *The Kentucky Derby*. We are a leader in brick-and-mortar casino gaming with gaming positions in eight states, and are the largest legal online account wagering platform for horseracing in the U.S., through our ownership of TwinSpires.com. We are also one of the world's largest producers and distributors of mobile games through Big Fish Games, Inc. Additional information about CDI can be found online at [www.churchilldownsincorporated.com](http://www.churchilldownsincorporated.com).

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