

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Duchossois Craig</u>			2. Issuer Name and Ticker or Trading Symbol <u>CHURCHILL DOWNS Inc [CHDN]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/31/2017</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
THE DUCHOSSOIS GROUP 845 LARCH AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) ELMHURST IL 60126								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	12/31/2017		A		103.674 ⁽²⁾	A	\$0.0000	16,765.1168 ⁽³⁾	D	
Common Stock								1,000,000	I	by CDI Holdings, LLC ⁽⁴⁾
Common Stock								17,646	I	CJD Revocable Trust
Common Stock								3,373	I	The Chamberlain Group, Inc. ⁽⁵⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Phantom share units awarded in connection with the election to defer compensation. Each phantom share unit is the economic equivalent of one share of common stock. The shares of common stock are transferred upon the reporting persons completion of service as a director.
- The closing price of CHDN common stock on December 29, 2017 was used to determine the number of phantom shares awarded.
- The holding is comprised of restricted stock units granted for service as a director, phantom stock units granted in connection with a deferred compensation elections and dividends awarded for each units. The equivalent shares of common stock related to these units will be transferred upon the reporting persons completion of service as a director.
- The Duchossois Group, Inc. (TDG) is the sole member and manager of CDI Holdings LLC (Holdings). Craig Duchossois, by virtue of his relationship with TDG, may be deemed to beneficially own the shares of CHDN that are owned by Holdings and which TDG may be deemed to beneficially own. Craig Duchossois disclaims beneficial ownership with respect to the shares of CHDN owned by Holdings, except with respect to his pecuniary interest in such shares.
- Craig Duchossois, by virtue of his relationship with The Chamberlain Group, Inc. and TDG, may be deemed to beneficially own the shares of CHDN that are owned by The Chamberlain Group, Inc. and which TDG may be deemed to beneficially own. Craig Duchossois disclaims beneficial ownership with respect to the shares of CHDN owned by The Chamberlain Group, Inc., except with respect to his pecuniary interest in such shares.

Paula Chumbley Attorney-in-Fact for Craig J. Duchossois 01/03/2018

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.