

CHURCHILL DOWNS Inc  
Form 8-K  
April 25, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITY EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): April 25, 2017  
Exact name of registrant as specified in its charter)

|                                      |                                       |  |
|--------------------------------------|---------------------------------------|--|
| Kentucky<br>(State of incorporation) | 001-33998<br>(Commission file number) | 61-0156015<br>(IRS Employer<br>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)

Check the appropriate box below if the Form 8-K 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 (18 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).

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.

On April 25, 2017, the Board of Directors of Churchill Downs Incorporated (NASDAQ: CHDN) (CDI) approved a new common stock repurchase program of up to \$250 million. The new program replaces the prior \$150 million program that was authorized in February 2016 and had unused authorization of \$114.6 million. The new authorized amount includes and is not in addition to any unspent amount remaining under the prior authorization. Repurchases may be made at management's discretion from time to time on the open market (either with or without a 10b5-1 plan) or through privately negotiated transactions. The repurchase program has no time limit and may be suspended or discontinued at any time.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release dated April 25, 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 thereunto, duly authorized.

CHURCHILL DOWNS INCORPORATED

April 25, 2017 /s/ Bradley Blackwell \_\_\_\_\_  
By: Bradley Blackwell  
Title: Senior Vice President and General Counsel

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EXHIBIT INDEX

Exhibit No. Description

Exhibit 99.1 Press Release dated April 25, 2017 issued by Churchill Downs Incorporated