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CHURCHILL DOWNS INC Form 8-K August 17, 2006

[ ]

240.13e-4(c)

### 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): August 11, 2006

(Exact name of registrant as specified in its charter)

0-1469 Kentucky 61-0156015 (State of incorporation) (Commission file number) (IRS Employer Identification No.) 700 Central Avenue, Louisville, Kentucky 40208 (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

#### ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

On August 11, 2006, the Compensation Committee of the Board of Directors of Churchill Downs Incorporated (the "Company") approved a \$200,000 special recognition bonus for former President and Chief Executive Officer of the Company, Thomas H. Meeker, who as of August 14, 2006, began serving as a management advisor pursuant to the terms of his Amended and Restated Employment Agreement. The bonus is scheduled to be paid in March, 2007 at the end of Mr. Meeker's employment arrangement.

#### **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

August 17, 2006 /s/ Michael E. Miller

Michael E. Miller

**Executive Vice President and Chief** 

Financial Officer