

CHURCHILL DOWNS INC  
Form NT 10-Q  
November 10, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 12b-25  
NOTIFICATION OF LATE FILING

SEC File Number: 0-1469  
CUSIP Number: \_\_\_\_\_

(Check one): Form 10-K Form 20-F Form 11-K Form 10-Q Form N-SAR Form N\_CSR  
For Period Ended: September 30, 2004  
 Transition Report on Form 10-K  
 Transition Report on Form 20-F  
 Transition Report on Form 11-K  
 Transition Report on Form 10-Q  
 Transition Report on Form N-SAR  
 For the Transition Period Ended: \_\_\_\_\_

Read Instructions (on back page) Before Preparing Form. Please Print or Type.

**Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.**

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates: Not applicable.

---

**PART I --- REGISTRANT INFORMATION**

Churchill Downs Incorporated

---

Full Name of Registrant

Not applicable

---

Former Name if Applicable

700 Central Avenue

---

Address of Principal Executive Office (Street and Number)

Louisville, Kentucky 40208

---

City, State and Zip Code

**PART II-- RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

**PART III-- NARRATIVE**

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

(Attach extra Sheets if Needed) See attached sheet.



Edgar Filing: CHURCHILL DOWNS INC - Form NT 10-Q

Attached Sheet to Form 12b-25 of Churchill Downs Incorporated

**Response to PART III-- NARRATIVE**

The Form 10-Q of Churchill Downs Incorporated (the "Company") for the quarter ended September 30, 2004, could not be filed on a timely basis because the Company is reconsidering its accounting for purse overpayments.

Page 3

---