

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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *					Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Manager Va	ada O					VOLIN				•			,,		00/ 0	
(Last) (First) (Middle)				3.]	3. Date of Earliest Transaction (MM/DD/YYYY)						Y)	X Director 10% Owner Officer (give title below) Other (specify below)				
100 VALVO	LINE W	VAY					1/3	31/20	18							
	(Str	reet)		4.]	lf Aı	mendmer	nt, Date	Origin	al Fi	iled (MM/I	OD/YYYY)	6. Individual o	or Joint/G	roup Filing	Check Appl	icable Line)
LEXINGTO	,	10509 (Zi	n)									X Form filed by		rting Person One Reporting P	erson	
	.ny) (St	auc) (Zi	-	Non-Der	·ivat	tive Secu	rities A	cquire	ed, D	Disposed	of, or Be	neficially Own	ed			
1. Title of Security (Instr. 3) 2. Trans. I			Γrans. Date			3. Trans. Code (Instr. 8)		or Di	sposed of (I : 3, 4 and 5) (A) o	D) I	i. Amount of Securities Beneficially Owned Following Reported Transaction(s) Instr. 3 and 4)			7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Tab	ole II - Der	ivative Se	curities l	Bene	eficially (Owned ((e.g. ,	, puts	s, calls, v	varrants.	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. (Instr. 8)			Securities (A) or of (D)	6. Date Exerci Expiration Da				Underlying Security	erlying Derivative Security		Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exerci		Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Units	<u>(1)</u>	1/31/2018		A		4463 (2	2)_	<u>(</u>	<u>3)</u>	<u>(3)</u>	Commor Stock	4463	\$0	153535	D	

Explanation of Responses:

- (1) Each unit represents a contingent right to receive one share of Valvoline common stock.
- (2) Represents annual award of units pursuant to Valvoline's 2016 Deferred Compensation Plan for Non-Employee Directors.
- (3) The units vest one year after the date of grant. Any vested units will be paid in cash or in shares of common stock at the time specified in the reporting person's distribution election form, or if no election is made, upon separation from service.

Remarks.

Exhibit Index: Exhibit 24.1 - Power of Attorney

Reporting Owners

reporting o where						
Paparting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Manager Vada O						
100 VALVOLINE WAY	X					
LEXINGTON, KY 40509						

Signatures

/s/ Ian C. Lofwall, Attorney-in-Fact 2/2/2018

**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 control number.

POWER OF ATTORNEY

The undersigned hereby appoints each of Julie M. O'Daniel, Anthony J. Cieri and Ian C. Lofwall signing singly, his or her true and lawful attorney-in-fact to:

- (1) apply for and obtain on behalf of the undersigned the necessary access codes to file Forms 3, 4, 5 and 144, pursuant to Section 16(a) of the Securities Exchange Act of 1934 and Rule 144 of the Securities Act of 1933, respectively, electronically via the EDGAR system pursuant to Regulation S-T and the rules thereunder, and
- (2) act in a filing agent capacity to perform any and all acts for and on behalf of the undersigned which may be necessary to complete the filing of any such Form 3, 4, 5 and 144 with the U.S. Securities and Exchange Commission and any other authority in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder and Rule 144 of the Securities Act of 1933.

The undersigned hereby grants to each attorney-in-fact the full power and authority, for me and on my behalf, to perform all acts necessary and proper to be done in the exercise of the rights and powers hereby granted.

The undersigned acknowledges that the foregoing individuals are acting under this Power of Attorney at the request of the undersigned and are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 of Rule 144 of the Securities Act of 1933.

Each attorney-in-fact shall be authorized to act under this Power of Attorney only so long as such attorney-in-fact is an employee of Valvoline Inc. or until such time as this Power of Attorney has been revoked, annulled or set aside.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of the 30 th day of January 2018.

/s/ Vada O. Manager
Signature
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Vada O. Manager
Print Name