

FORM 4

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

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

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 * MITCHELL SAMUEL J (Last) (First) (Middle) 100 VALVOLINE WAY (Street) LEXINGTON, KY 40509 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol VALVOLINE INC [VVV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Executive Officer
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">11/16/2017</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	11/16/2017		M		5347	A	(1)	153556	D	
Common Stock	11/16/2017		F		1931	D	\$24.87	151625	D	
Common Stock	11/17/2017		M		3017	A	(1)	154642	D	
Common Stock	11/17/2017		F		1090	D	\$24.47	153552	D	
Common Stock								5215 (2)	I	By 401(k) Plan

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(1)	11/16/2017		M		5347		(3)	(3)	Common Stock	5347	\$0	10700	D	
Restricted Stock Unit	(1)	11/17/2017		M		3017		(3)	(3)	Common Stock	3017	\$0	3071	D	
Unit	(4)	11/17/2017		A		149		(5)	(5)	Common Stock	149	\$24.47	191028	D	

Explanation of Responses:

- (1) Restricted stock units convert into Valvoline common stock on a one-for-one basis.
- (2) As of the close of business on November 17, 2017, the Reporting Person had acquired approximately 5,215 shares of Valvoline common stock under the Valvoline 401(k) Plan (based on the closing price of Valvoline common stock as of the close of business on November 17, 2017).
- (3) These restricted stock units vest one-third on each anniversary following the grant date.
- (4) Each unit represents a contingent right to receive one share of Valvoline common stock upon distribution.
- (5) Shares of Valvoline common stock or cash become payable in respect of the units upon the event of an unforeseeable emergency (as defined in the Valvoline 2016 Deferred Compensation Plan for Employees (the "Plan")) or the Reporting Person's death, disability or separation from service, in accordance with the terms of the Plan.

Remarks:

Exhibit Index: Exhibit 24.1 - Power of Attorney

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MITCHELL SAMUEL J				

100 VALVOLINE WAY LEXINGTON, KY 40509	X	Chief Executive Officer
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Signatures

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

11/20/2017

**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 or 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 20th day of November 2017.

/s/ Samuel J. Mitchell, Jr.

Signature

Samuel J. Mitchell, Jr.

Print Name
