Valvoline Overview and Q1 Review

Fiscal First Quarter 2017

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical facts, contained in the presentation, including statements regarding our industry, position, goals, strategy, operations, financial position, revenues, estimated costs, prospects, margins, profitability, capital expenditures, liquidity, capital resources, dividends, plans and objectives of management are forward-looking statements. Valvoline has identified some of these forward-looking statements with words such as “anticipates,” “believes,” “expects,” “estimates,” “is likely,” “predicts,” “projects,” “forecasts,” “may,” “will,” “should” and “intends” and the negative of these words or other comparable terminology. In addition, Valvoline™ may, from time to time, make forward-looking statements in its annual report, quarterly reports and other filings with the Securities and Exchange Commission (“SEC”), news releases and other written and oral communications. These forward-looking statements are based on Valvoline’s current expectations and assumptions regarding, as of the date such statements are made, Valvoline’s future operating performance and financial condition, including Valvoline’s separation from Ashland (the “Separation”), the expected timetable for Ashland’s potential distribution of its remaining Valvoline common stock to Ashland shareholders (the “Stock Distribution”) and Valvoline’s future financial and operating performance, strategic and competitive advantages, leadership and future opportunities, as well as the economy and other future events or circumstances. Valvoline’s expectations and assumptions include, without limitation, internal forecasts and analyses of current and future market conditions and trends, management plans and strategies, operating efficiencies and economic conditions (such as prices, supply and demand, cost of raw materials, and the ability to recover raw-material cost increases through price increases), and risks and uncertainties associated with the following: demand for Valvoline’s products and services; sales growth in emerging markets; the prices and margins of Valvoline’s products and services; the strength of Valvoline’s reputation and brand; Valvoline’s ability to develop and successfully market new products and implement its digital platforms; Valvoline’s ability to retain its largest customers; potential product liability claims; achievement of the expected benefits of the Separation; Valvoline’s substantial indebtedness (including the possibility that such indebtedness and related restrictive covenants may adversely affect Valvoline’s future cash flows, results of operations, financial condition and Valvoline’s ability to repay debt) and other liabilities; operating as a stand-alone public company; Valvoline’s ongoing relationship with Ashland; failure, caused by Valvoline, of the Stock Distribution to Ashland shareholders to qualify for tax-free treatment, which may result in significant tax liabilities to Ashland for which Valvoline may be required to indemnify Ashland; and the impact of acquisitions and/or divestitures Valvoline has made or may make (including the possibility that Valvoline may not realize the anticipated benefits from such transactions or difficulties with integration). These forward-looking statements are subject to a number of known and unknown risks, uncertainties and assumptions, including, without limitation, risks and uncertainties affecting Valvoline that are described in its most recent Form 10-K (including in Item 1A Risk Factors and “Use of estimates, risks and uncertainties” in Note 2 of Notes to Consolidated Financial Statements) filed with the SEC, which is available on Valvoline’s website at http://investors.valvoline.com/sec-filings. In light of these risks, uncertainties and assumptions, the forward-looking events and circumstances discussed in this presentation may not occur, and actual results could differ materially and adversely from those anticipated or implied in the forward-looking statements.

You should not rely upon forward-looking statements as predictions of future events. Although Valvoline believes that the expectations reflected in these forward-looking statements are reasonable, Valvoline cannot guarantee that the expectations reflected herein will be achieved. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by Valvoline or any other person that Valvoline will achieve its objectives and plans in any specified time frame, or at all. These forward-looking statements speak only as of the date of this presentation. Except as required by law, Valvoline assumes no obligation to update or revise these forward-looking statements for any reason, even if new information becomes available in the future.

All forward-looking statements attributable to Valvoline are expressly qualified in their entirety by these cautionary statements as well as others made in this presentation and hereafter in Valvoline’s other SEC filings and public communications. You should evaluate all forward-looking statements made by Valvoline in the context of these risks and uncertainties.

Regulation G: Non-GAAP Financial Information

The information presented herein regarding certain financial measures that do not conform to generally accepted accounting principles in the United States (U.S. GAAP), including EBITDA, Adjusted EBITDA and Free Cash Flow, should not be construed as an alternative to the reported results determined in accordance with U.S. GAAP. Valvoline has included this non-GAAP information to assist in understanding the operating performance of the company and its reportable segments. The non-GAAP information provided may not be consistent with the methodologies used by other companies. Information regarding Valvoline’s definition and calculations of non-GAAP measures is included in Valvoline’s most recent Form 10-K filed with the SEC, which is available on Valvoline’s website at http://investors.valvoline.com/sec-filings. Additionally a reconciliation of EBITDA and Adjusted EBITDA is included in the Appendix herein.

Valvoline®

Who We Are and How We Win

Our Mission Statement

We are building the world's leading engine and automotive maintenance business by bringing Hands on Expertise for the benefit of customers every day.

Leading Engine and Auto Maintenance Brand (1)

1866 2016 Valvoline 150 YEARS

Top 3
Premium Motor Oil Brand (2)

3
Winning Segments

~5,000
Employees

~$2.0Bn
In Corporate Sales

Over 140
Countries With Valvoline Sales

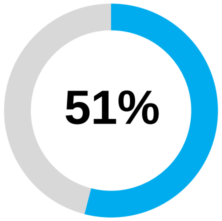
23.7%
Adj. EBITDA Margin (3)

Best-in-class
Retail Model

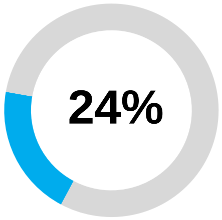
10
Consecutive Years of Retail SSS Growth (4)

1,068
Valvoline Instant Oil Change Units

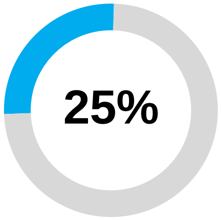
2016 Sales Contribution



Core North America



Quick Lubes



International

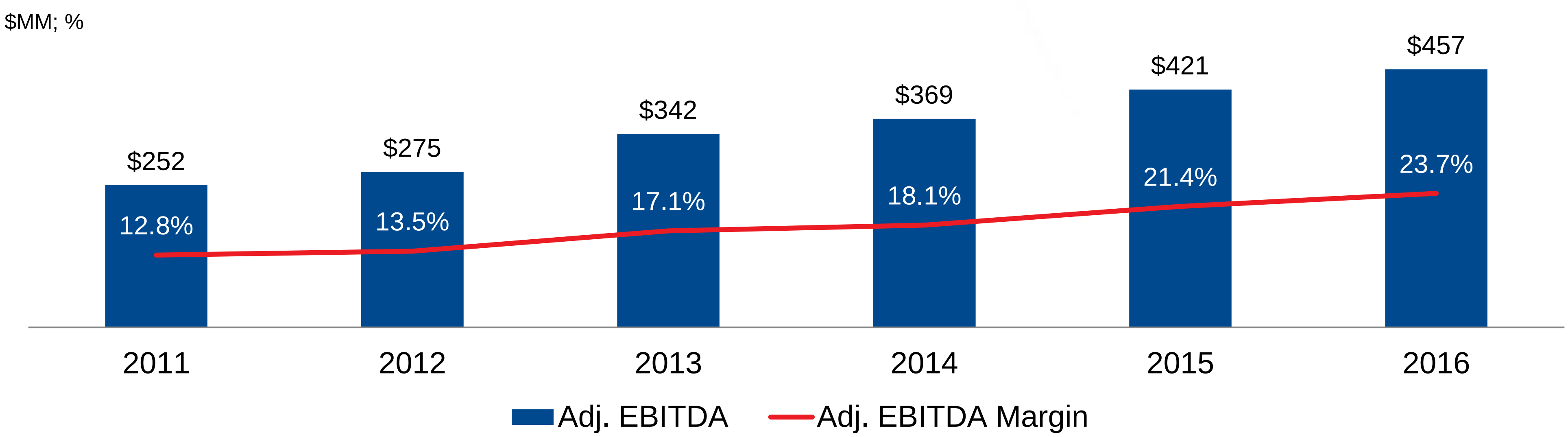
Notes:
1. All data shown are as of fiscal 2016 year-end 9/30.
2. By Volume in the United States DIY market in 2016
3. For a reconciliation of Adj. EBITDA to Net Income, see the Appendix to this presentation.
4. System-wide (*i.e.*, company-owned and franchise) SSS growth. We have historically determined SSS growth on a fiscal year basis, with new stores excluded from the metric until the completion of the first full fiscal year in operation

Our Key Drivers to EBITDA Growth

Our Strong Cash Flow Profile

- Mix shift towards premium products: ~45% in 2016 from ~31% in 2011 [1]
- 10 Consecutive years of SSS growth in VIOC stores [2]
- Consistent volume and profit growth in international markets
- Proactive product pricing and raw material cost management

Growth in Adj. EBITDA and Adj. EBITDA Margins [3][4]



Notes:
1. U.S. branded lubricants
2. Systemwide (*i.e.* company-owned and franchised) SSS growth. We have historically determined SSS growth on a fiscal year basis, with new stores excluded from the metric until the completion of the first full fiscal year in operation
3. For a reconciliation of Adj. EBITDA to Net Income, see the Appendix to this presentation
4. All full-year data shown in this presentation are assumed to be as of fiscal year-end 9/30 unless otherwise noted

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Our Roadmap for Success: Valvoline's Investment Highlights

1. Iconic Brand With Premium Products
2. Unique Multi-Channel Route to Market
3. Strong and Growing Quick Lube Channel
4. International Growth
5. History of Innovation
6. Independent, Focused Organization
7. Strong Free Cash Flow Generation

1 We are Recognized as a Premium Brand Across Automotive Channels

1866 2016
Valvoline
150 YEARS

“Valvoline has been a trusted partner of NAPA Auto Parts for nearly 80 years.”

Dan Askey, President NAPA

“I think the delivery system to the franchisees is bar none the best around. They’re really willing to grow their business and make yours better at the same time.”

Andrew Slattery, President, Quality Automotive Services, Inc., Charlotte, NC. 35 Valvoline Instant Oil Change stores

“Valvoline represents quality we can count upon to exceed every need our customers need now and in the future.”

Daniel Cohen. Central American Distributor

“I have used Valvoline for years and will continue to do so until the casket drops down on me…because it’s flat out the best.”

Kdg 380 - Yelp

“The bottom line for any installer is that you need to be moving oil. With Valvoline, my staff is confident in their ability to do that.”

Ken Smith, Owner & President Automotive Standards

“I will never go anywhere else ever again!”

Allison B - Yelp

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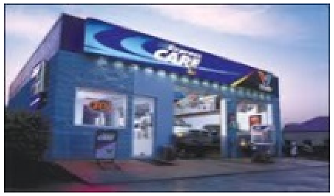
Our Brand Sells Across Uniquely Diverse Routes to Market

2

Valvoline 1866 2016 150 YEARS

- **Core North America 51%**
  - Do-It-Yourself (DIY): AutoZone, NAPA, O'Reilly Auto Parts, Advance Auto Parts
  - Do-It-For-Me (DIFM): Goodyear, TBC Retail Group, Express Oil Change, Monro Muffler/Brake & Service
  - Commercial and Industrial (C&I): Durham School Services, SA Recycling 1-800-GOT-SCRAP?, ProPetro, Dayton Freight, Oldcastle
- **Quick Lubes 24%**
  - VIOC
  - Express Care

- **International 25%**
  - Distributors
  - Direct Sales: aggreko, Chiquita
  - OEMs: Cummins, Mahindra, GM

Note:
1. Represents fiscal 2016 sales contribution

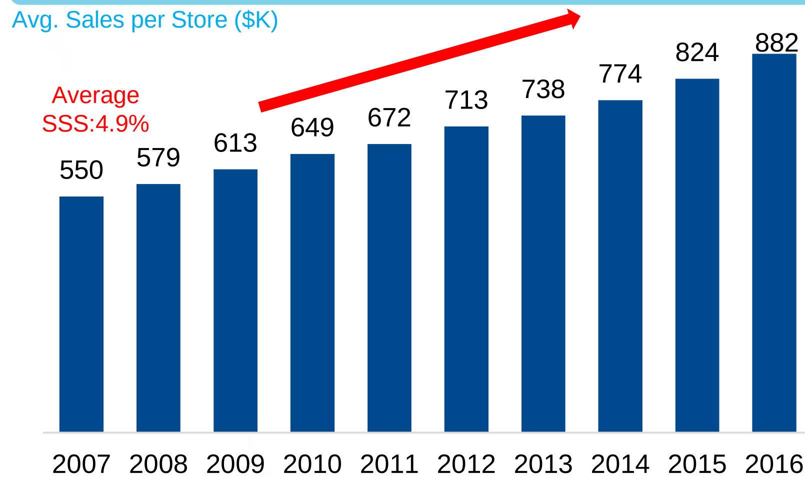
Valvoline

3 Our Quick Lubes Business Consistently Drives Growth and Profitability

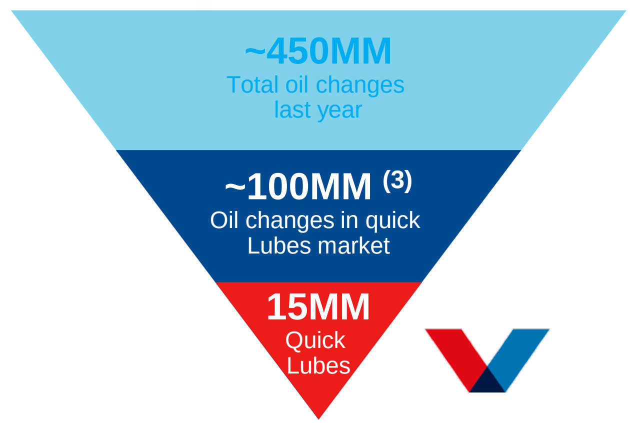
Direct-to-Consumer Relationship

- Strong unit economics
  - Company–owned operations provide strong earnings
  - Franchised operations provide high returns on capital
  - Mix of company–owned and franchised operations lead to faster growth opportunities
- Brand “halo effect” from product to services
- Highly attractive franchise base
- Unique, vertically integrated model

Consistent Growth in Average Sales Per Store (1)(2)



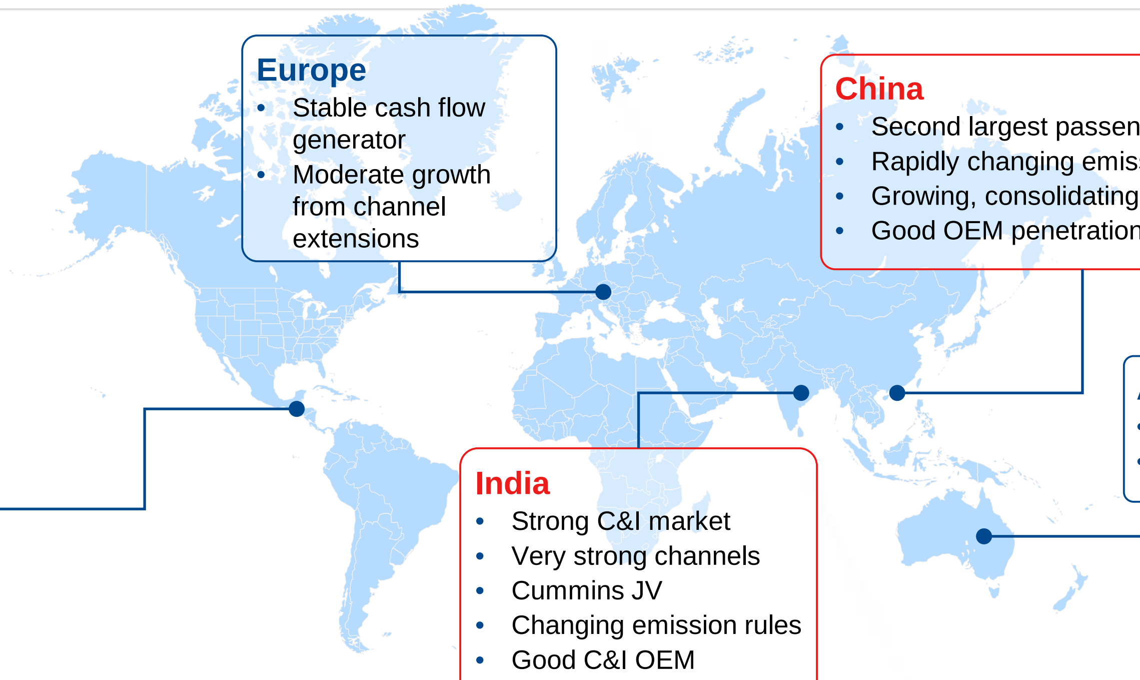
Large Market with Room to Capture Share



Notes:

1. System-wide (*i.e.*, company-owned and franchised) stores
2. We have historically determined same-store sales growth on a fiscal year basis, with new stores excluded from the metric until the completion of their first full fiscal year in operation
3. Company estimates for total DIFM (quick lubes) oil changes for 2015 in North America

Our International Strategy Targets the Large and Growing Markets, Including India, China and Latin America



Europe
- Stable cash flow generator
- Moderate growth from channel extensions

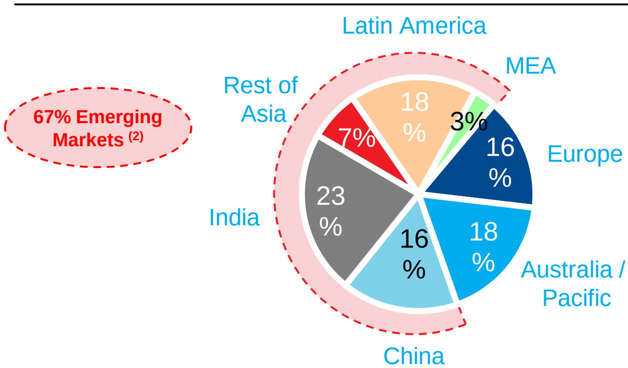
China
- Second largest passenger car market
- Rapidly changing emission rules
- Growing, consolidating DIFM channel
- Good OEM penetration

Latin America
- Recent rapid growth
- Aggressive new channel development
- Expanding beyond passenger car products

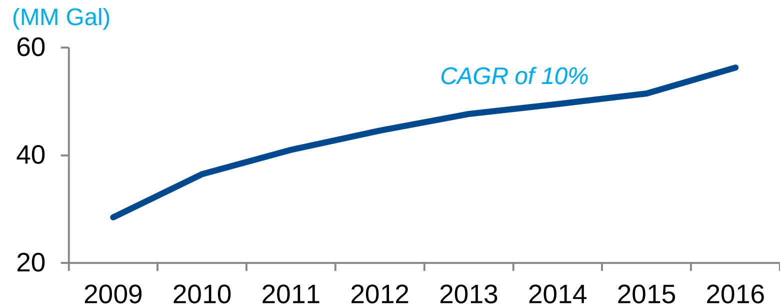
Australia / Pacific
- Leading market share
- Strong cash flow generator

India
- Strong C&I market
- Very strong channels
- Cummins JV
- Changing emission rules
- Good C&I OEM penetration

FY 2016 Sales Breakdown (1)



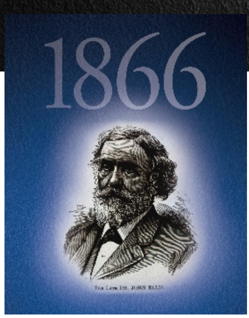
Valvoline Emerging Markets Sales Volume (1) (2)



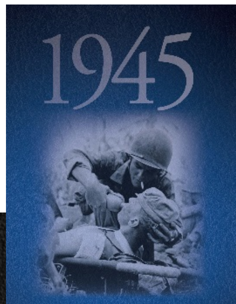
Notes:
1. Includes unconsolidated JV's
2. Emerging Markets consist of all countries outside of the U.S., Canada, Australia and Europe

5 Our 150-Year Track Record of Innovation Races On

1866 – 2016 Valvoline 150 YEARS



Dr. John Ellis discovered the lubricating properties of crude oil



Valvoline for combat vehicles during WWII

Valvoline All-Climate Motor Oil 'with revolutionary Chemaloy Additives' is introduced

Introduction of Valvoline Racing

Valvoline acquires Rapid Oil Change

Introduction of DuraBlend, the first synthetic blend

Introduction of MaxLife, designed for aging cars

Introduction of the environmentally friendly NextGen

Launch of the Pro-V Racing line

C&I launches new Grease Breakthrough Viscosity Delivery System

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6 A Newly Independent Organization Focused on Valvoline's Unique Growth Opportunities

STRATEGY

Opportunity to **focus on growth objectives and invest in** Quick Lubes and International

CULTURE

Further enables a **unified culture** with **single Valvoline focus**

OPERATIONS

Customer-centric operations with central support infrastructure **tailored to our needs**

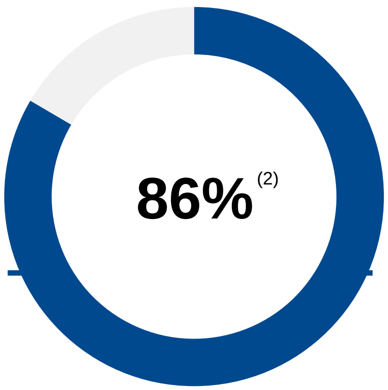
FINANCE

Identify and **deploy capital** into **our growth opportunities**

7 Strong Cash Flow Generation

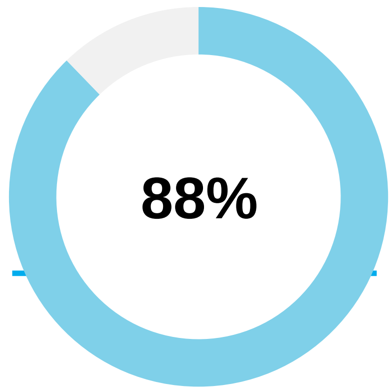
Similar to Other Branded Consumer Peers, Valvoline has a Robust Cash Flow Generation Profile, Even After Greater Growth Capex [1]

Valvoline



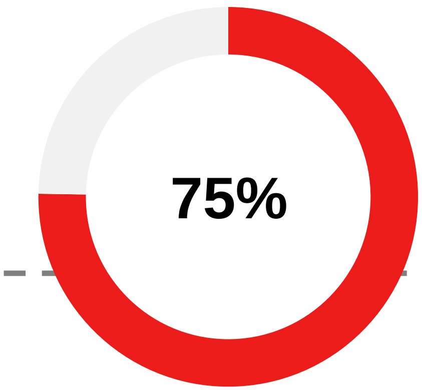
Valvoline

Branded Consumer



Scotts, Church & Dwight Co., Inc., The Clorox Company, Spectrum Brands, Energizer Holdings, Inc., Sherwin Williams

Auto Retail



Advance Auto Parts, AutoZone, O'Reilly Auto Parts

Notes:

1. Cash Flow Conversion = (EBITDA – Capex) / EBITDA, 2016; shows net cash flow conversion by group median based on publically available information.
2. Excludes pension related income and separation related costs

Macro Drivers Influencing Our Business

Solid Fundamentals and Shifting Demand are Increasing Profit Pool in U.S.

Greater Vehicle Use Offsetting Longer Drain Intervals

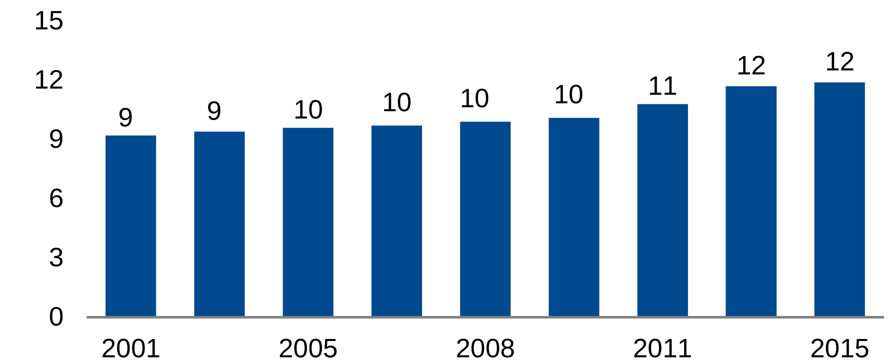
1.5% **CAGR** **'11-15**
Growth in U.S. **Vehicles on the road**

1.5% **CAGR** **'11-15**
Growth in U.S. **Miles Driven**

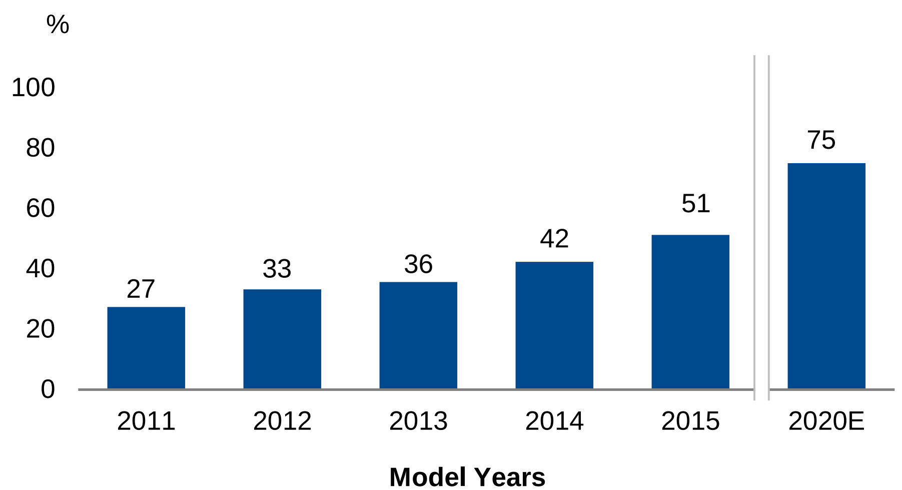
Avg drain interval in U.S. *lengthening by* **1.1%** **CAGR** **'11-15**

Increasing Vehicle Ages [1]

Avg. Age of Car and Light Truck on the Road—Age (in Years)



Increasing Demand for Synthetic Grades [1]



Note:
1. Internal estimates based on calendar-year data from IHS Automotive.

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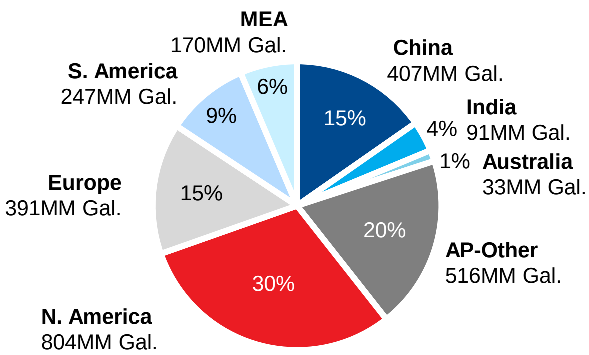
Global Demand Quickly Modernizing

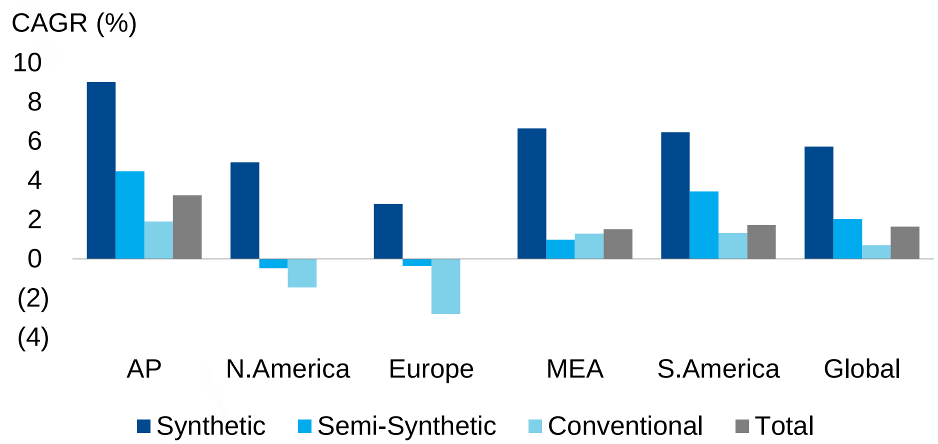
Global PC [1] Lubricant Demand by Region



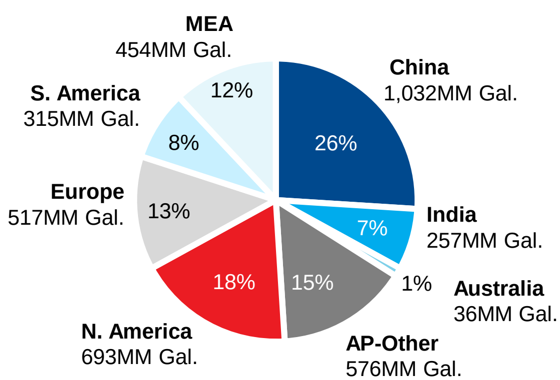
Total PC Lube Volume: 2.1B Gal.

Total Market Value: >$17 Bn

Global PC [1] Demand Growth by Product Type, 2013 – 2023 CAGRs



Global C&I Lubricant Demand by Region



Total C&I Lube Volume: 3.8B Gal.

Total Market Value: >$30 Bn

Shift to Modern Technology

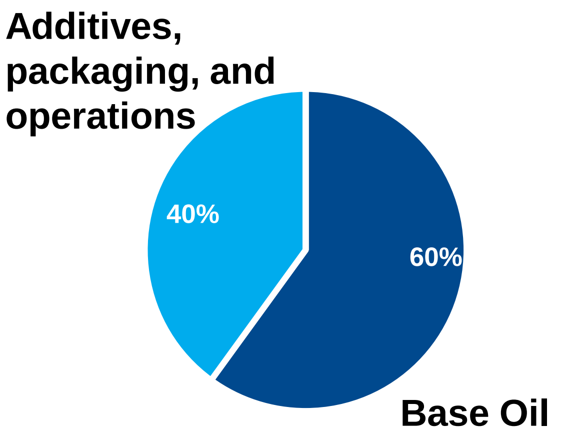
- Mature markets moving towards premium products to drive fuel economy gains
- Less mature markets changing rapidly to latest emissions standards, driving the need for higher performance lubricants

Source: Kline

Note:
1. PC = Passenger Car

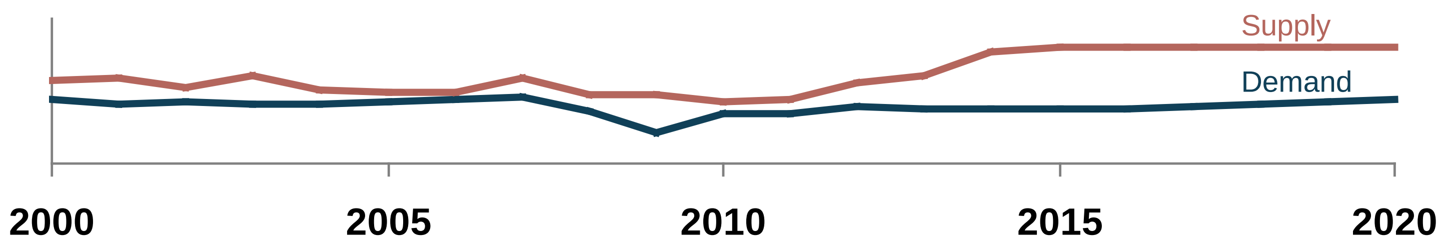
Sourcing and Pricing Strategies to Manage Oil Price Fluctuations

Valvoline Cost Components



Long Base Oil Market Expected to Continue Through 2020

Global base oil supply & demand (B gal)



Source: Polk and Experian data, internal estimates

Sourcing

- Improved pricing
- Better terms

Pricing

	Channels	Price Change Drivers	Average Lag
Market Based	DIY/Installer	Major base oil changes, competitive changes, retail pricing, Valvoline brand strength	60–120 days
Index Based	Installer (national/regional accounts), VIOC Franchisees	Posted base oil indices	45 days
Private Label/Other	DIY/Warehouse Distributor, OEM, Other	Major base oil changes	30 - 60 days

Segment Overview

Core North America: Overview

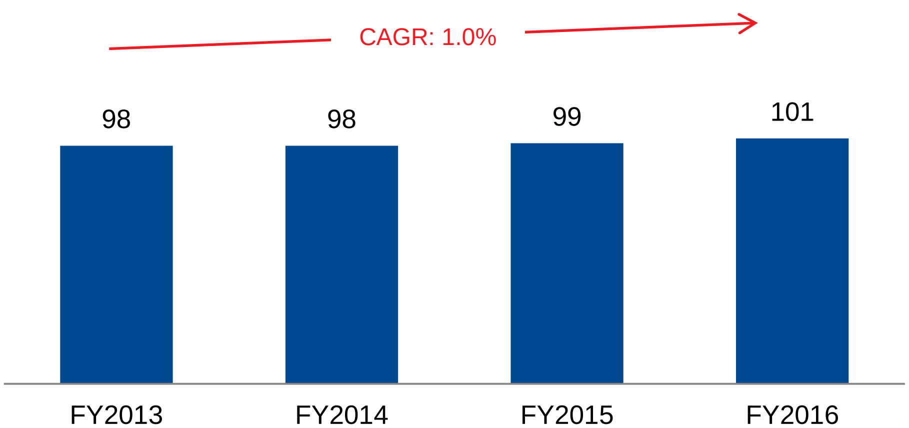
"Do-It-Yourself" ("DIY")	"Do-It-For-Me" ("DIFM")	Commercial & Industrial ("C&I")
• Top-5 retailers account for ~90% of the business	• Quick lubes, auto services centers, and car dealerships • Direct and distributor sales • Diverse set of national, regional, and small accounts	• Full spectrum of on and off-road customers • Trucking, bus, refuse, construction, mining, and other customers

~50% Revenue (DIY)

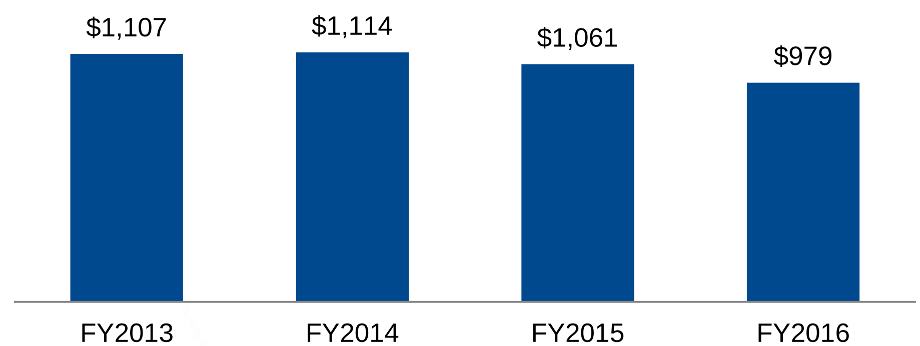
~50% Revenue (DIFM and C&I)

Core North America: Financial Highlights

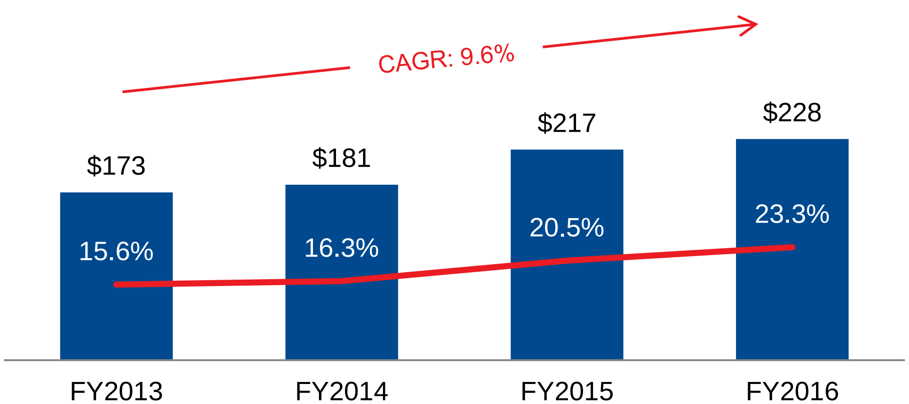
Volume (MM Gallons)



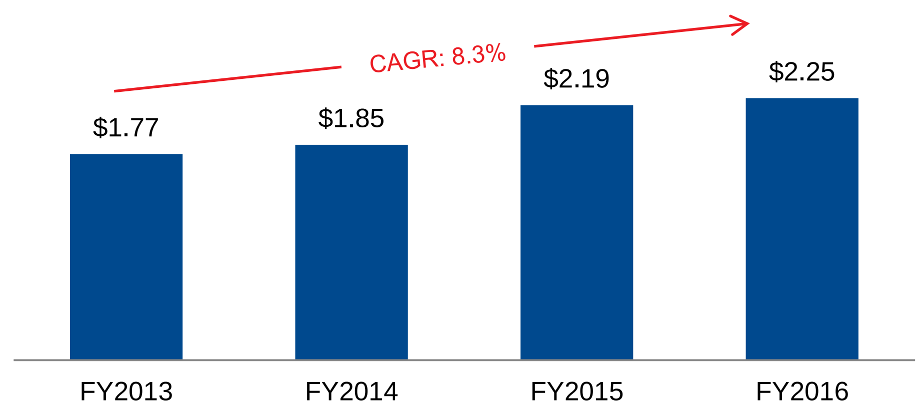
Revenue ($MM)



EBITDA ($MM) and EBITDA Margin (%) [(1)]



EBITDA [(1)] / Gallon



Note:
1. For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation

Core North America: Brand Strength and Support for Customers Drive Business

Brand Strength

Valvoline™

- Brand strength drives consumers to retailers and installers across Core North America and commands a premium price, delivering strong customer margin

Support for Customers

DIFM

- Training teaches staff skills on product usage, product selection and the benefits of premium products
- Digital marketing and customer support capabilities drive consumer traffic

DIY

- Marketing creates excitement with consumers and store associates
- Category management serves as an unbiased strategic resource

Quick Lubes: Overview

	Company-Owned	Franchise	Independent Operators
Value Prop	• “Hands-on” expertise • Proving ground for QL toolbox • Highest generator of cash	• Turnkey management system • Proprietary tools • Dedicated support	• Premium branded sign package – Express Care • Field training resources
Footprint	• Stores[1]: **347** • 3,300+ store employees • 15+ year lease terms	• Stores: **729** • 72 franchisees • 15 year agreement	• Stores: **353** • 212 independent operators • 5-10 year agreement
Typical Perf.	• OCPD[1,2]: **~42** • Store Sales: **~$915k**	• OCPD[1,2]: **~38** • Store Sales: **~$870k** • Royalty: ~4%	• OCPD[1,2]: **~22**

Product Sales + Operating Income

Product Sales + Royalties

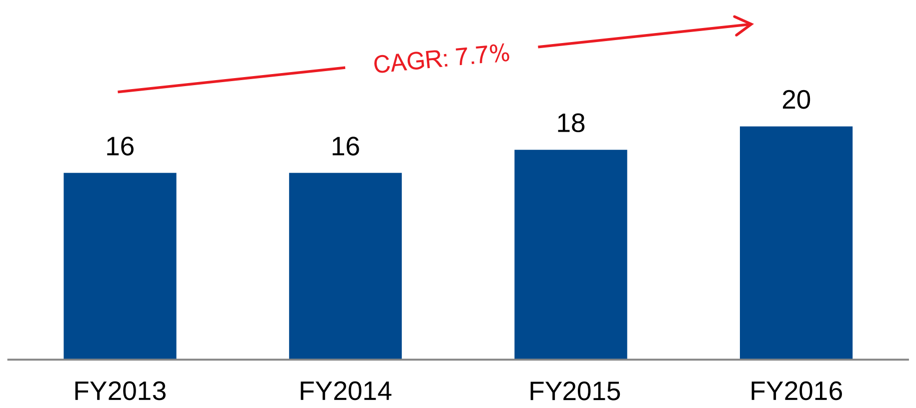
Product Sales

Note:

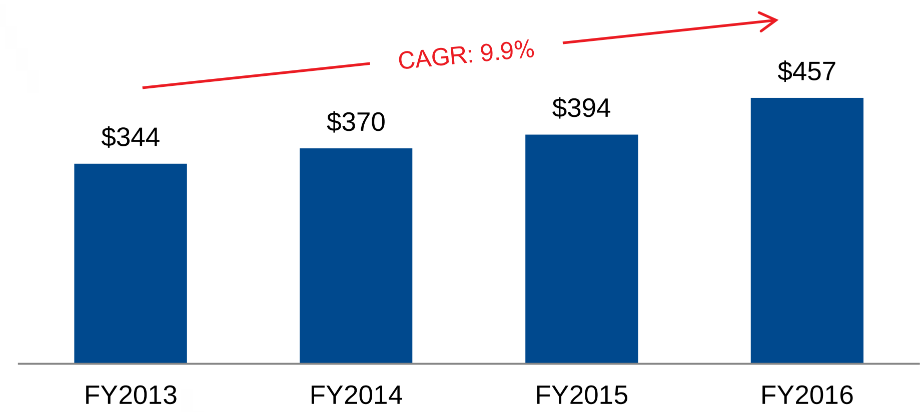
1. Store counts as of quarter-end FY17 Q1; OCPD as of year-end FY16
2. OCPD = Oil Changes per Day, 307 Sales Days Basis

Quick Lubes: Financial Highlights

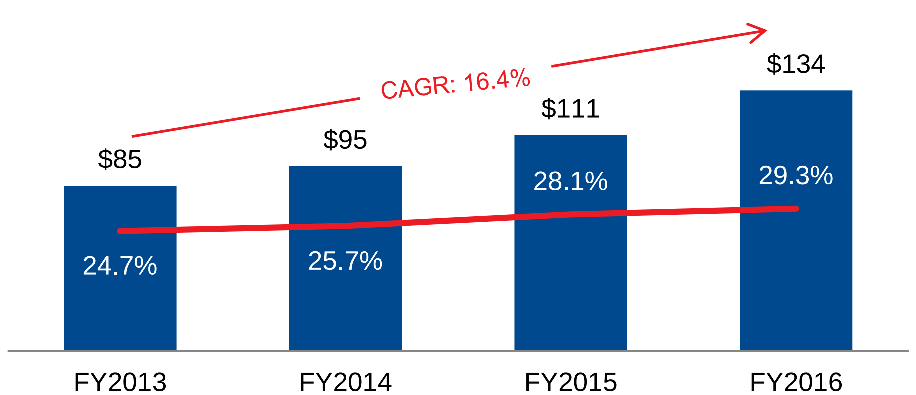
Volume (MM Gallons)



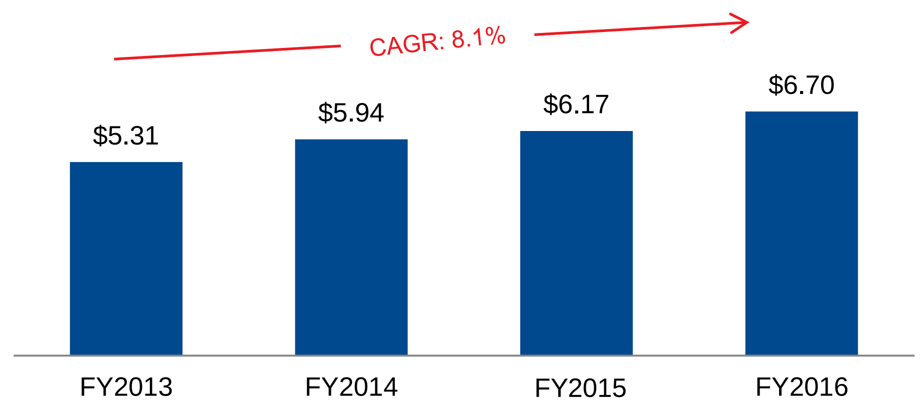
Revenue ($MM)



EBITDA ($MM) and EBITDA Margin (%) (1)



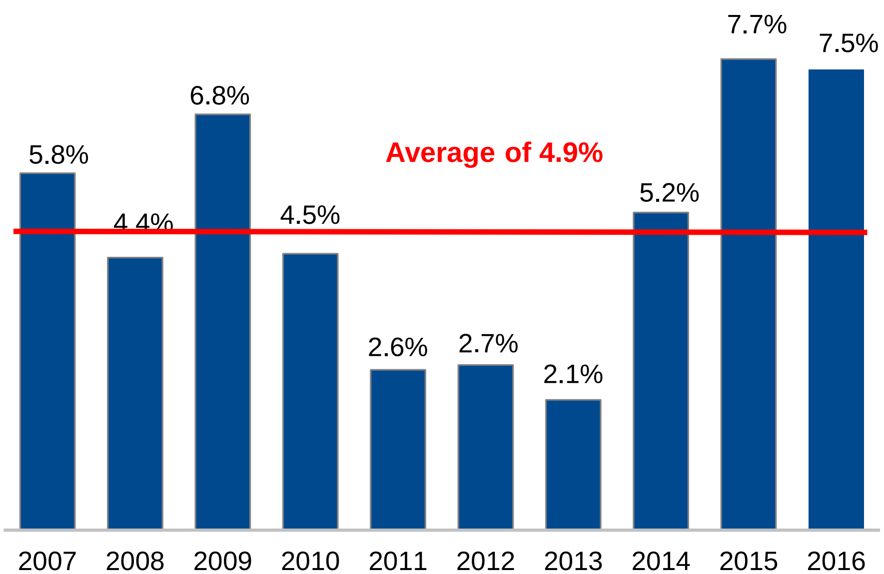
EBITDA (1) / Gallon



Note:
1. For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation

Quick Lubes: Our Superior VIOC Business Model

Ten Consecutive Years of SSS Growth [1][2]



FY17 Q1 YoY SSS: +9.0% excluding estimated impact of weather and extra sales day, SSS ~ 7%

Proprietary Tools

- Point of Sale System
- SuperPro Management System
- Labor and Inventory Management

Marketing Platforms

- Core programs generate ~6 month payback
- Customer database enabled
- Database and Digital platforms driving car count growth

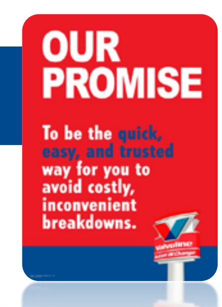
Customer Experience

- Overall customer satisfaction 4.6 of 5 stars
- Customer retention over 70%
- #1 in best use of Voice of the Customer [3]

Talent

- Improved Safety Total Recordable Rate over 50%
- Reduced turnover by over 50%
- #65 on Training magazine's Training Top 125

Operating stores strengthens business model performance



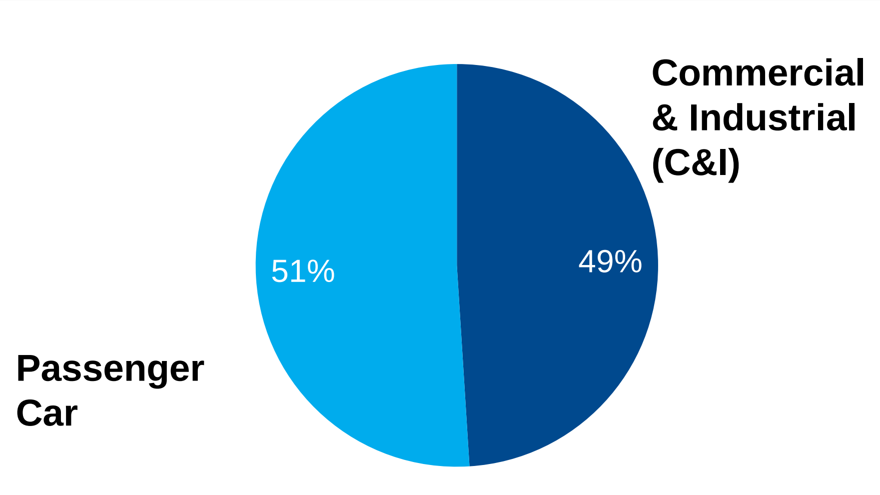
Valvoline.

Notes:
1. System-wide (*i.e.*, company-owned and franchise) stores
2. We have historically determined same-store sales growth on a fiscal year basis, with new stores excluded from the metric until the completion of their first full fiscal year in operation
3. International Quality Productivity Center (2016 CCW Awards)

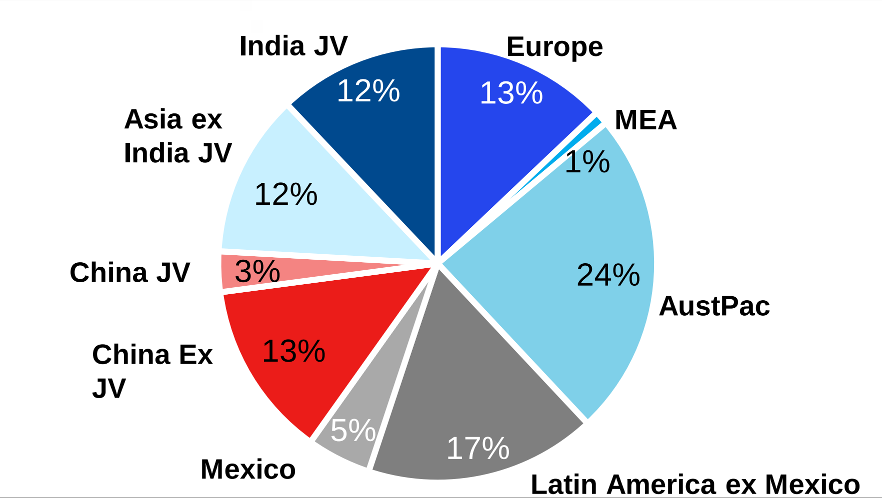
International: Overview

- China and India represent the world's largest and third largest lube markets, respectively
- Valvoline sells to customers in more than 140 countries
- In Heavy Duty, Valvoline utilizes both JVs (e.g., Cummins India and China) and relationships with OEMs to accelerate growth
- Many markets are highly fragmented, and ongoing consolidation provides significant opportunities to expand share
- Valvoline's focus on markets such as China, India, and Mexico has resulted in annual volume growth rates ranging from high-single digits to mid-teens in these markets
- Environmental improvement is driving all markets up the tech curve

Lube Sales by Product - 2016



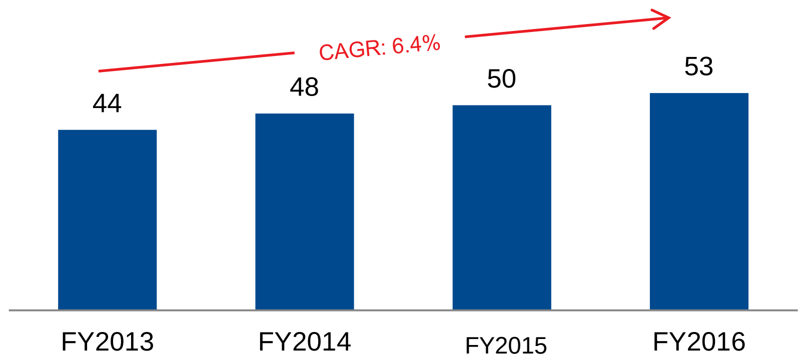
Operating Profit by Region – 2016 (1)



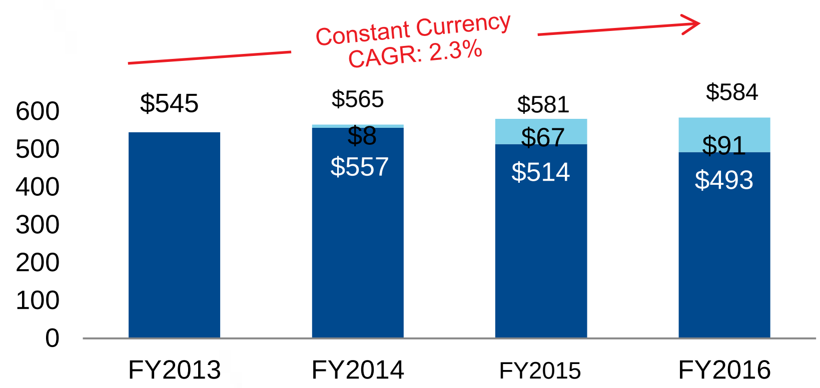
Note:
1. Excludes Lexington administrative expenses; excludes one-time JV equity impairment and certain unallocated corporate costs

International: Financial Highlights

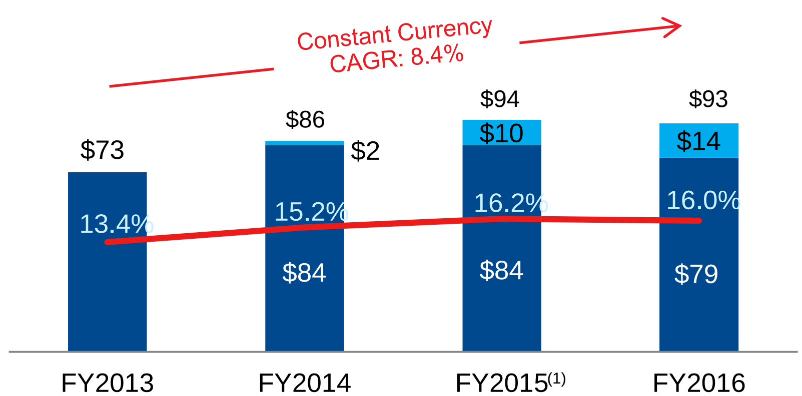
Volume (MM Gallons)



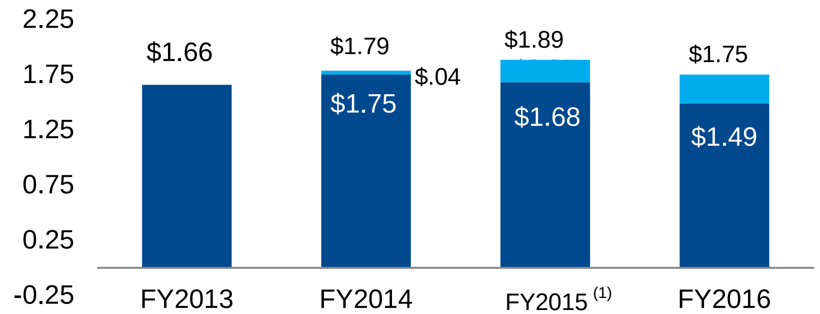
Revenue ($MM)



Adj. EBITDA ($MM) and Adj. EBITDA Margin (%) [1]



Adj. EBITDA [1] / Gallon



Constant Currency Impact | As Reported Value

Note:

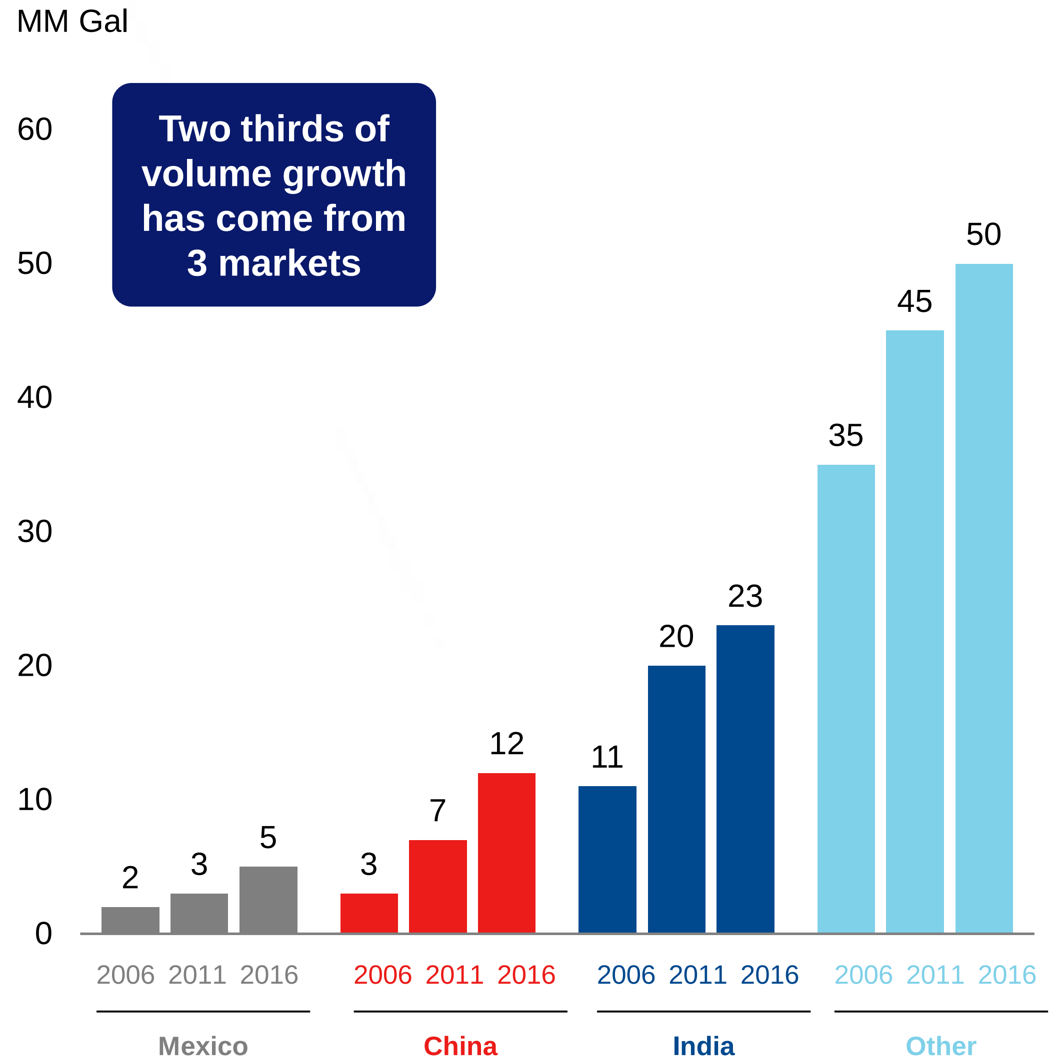
1. For a reconciliation of Adj. EBITDA to Net Income, see Appendix to this presentation

International: Consistent Growth Over Last Ten Years

Strategies for Growth

- Build strong channels
  - —Add distributors
  - —Build direct business in key focus markets
- Build differentiated PC and C&I platforms
  - —Build the brand – “Hands on Expertise”
  - —Develop unique, “ownable” capabilities
  - —“Own the mechanic”
- Expand OEM relationships
  - —Ready made channels
  - —Unique products
  - —Custom value proposition

Volume Growth by Geography (1)



Note:
1. Includes unconsolidated JVs

We Have a Disciplined Approach to Value Creation

Growth Opportunities	• Market share gains driven by digital investments • Expansion of quick lube platforms • Disproportionate gain in premium synthetics • Expand and grow international presence, especially in Emerging Markets[1]
Strong, Stable EBITDA Growth	• Active management of gross margin • Value enhancing quick lube expansion • Disciplined approach to managing costs
High Cash Conversion	• Disciplined working capital management • Systematic approach to Capital Expenditure spending • Deploy capital to high return projects
Disciplined Capital Allocation	• Organic growth • Opportunistic acquisitions focused on: – Quick Lubes – Tuck-in, complementary, non-lube product lines • Maintain attractive dividend • Evaluate value-creating share repurchase opportunities

Notes:

1. Emerging Markets consist of all countries outside of the U.S., Canada, Australia and Europe

1Q17 Earnings Materials

First Quarter Results

- Reported EPS of $0.35 up $0.03 YoY
- Operating income up 25% to $120 million
- Net income up 11% to $72 million
- Cash from operating activities of $88 million

Notes on reporting and year-over-year (YoY) impacts

Separation-related items

– New capital structure adds interest expense this year
– Transfer of pension plans drive increase in YoY pension income

Key items

– OPEB [2] remeasurement based on January 1 plan changes
– Separation costs

EBITDA from operating segments[1]

– Segment operating income (Core North America, Quick Lubes, and International) plus depreciation and amortization
– Excludes certain corporate items, primarily pension income

1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation
2 Other postemployment benefits

Solid Results in Q1

- Adjusted[1] EPS of $0.35 up 9%
- Volume growth of 7%
- EBITDA from operating segments[1] increases 8%

Progress on Core Priorities

1) Drive business results in each segment; growing market share and unit margins
   - ✓ Volume growth across all three segments
   - ✓ System-wide VIOC same-store sales growth of 9%
   - ✓ Protecting margins

2) Grow retail presence, both organically and inorganically
   - ✓ Store counts in Quick Lubes segment increased
   - ✓ Adding 28 quick lube stores from Time-It Lube
   - ✓ On track to add more company-owned and franchised stores in 2018

3) Invest in digital marketing and infrastructure
   - ✓ Enabling greater customer reach and sales force efficiency

4) Establish a strong culture of creating value for shareholders
   - ✓ Returning capital to shareholders via dividend

1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation

Operating Segment Highlights

- Volume increased in all segments
- EBITDA from operating segments[1] grows 8% to $109 million

Core North America

Volume up 2%; Premium Mix up 410 bps; EBITDA down 5%

- Continued volume growth, driven by share gains and promotions
- Managing raw material cost pass-through

Quick Lubes

SSS up 9%; EBITDA up 26%; Added 120 VIOC units YoY

- Strong same-store sales growth of 9% from increased transactions
- Former Oil Can Henry's stores contributed to unit and EBITDA growth

International

Volume up 12%; Emerging markets up 16%; EBITDA up 24%

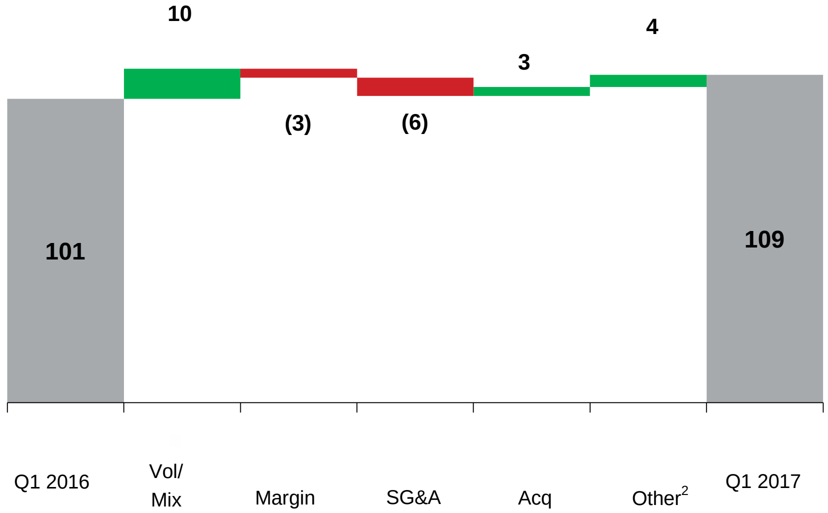
- Strong volume growth across both mature and emerging markets driven by enhanced market penetration
- Equity and royalty income contributed to EBITDA due to improved JV results

1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation

Adjusted[1] Results

($ in millions) Preliminary	Fiscal First Quarter Three months ended Dec. 31,		
Results from Operating Segments	**2016**	**2015**	**Change**
Lubricant gallons (in millions)	43.1	40.4	7 %
Sales	$ 489	$ 456	7 %
Gross profit	$ 185	$ 174	7 %
SG&A	$ 95	$ 87	9 %
Equity and other income	$ 10	$ 5	100 %
Operating income	$ 100	$ 92	9 %
Depreciation and amortization	$ 9	$ 9	- %
Earnings before interest, taxes, depreciation and amortization (EBITDA) from Operating Segments[1]	$ 109	$ 101	8 %
EBITDA as a percent of sales	22.3 %	22.1 %	20 bp
Total Adjusted[1] Results			
Adjusted[1] EBITDA in Unallocated & Other	$ 18	$ 4	350 %
Total Adjusted[1] EBITDA	$ 127	$ 105	21 %

Factors affecting year-over-year EBITDA from Operating Segments[1]



1 For a reconciliation of EBITDA and Adjusted EBITDA to Net Income, see the Appendix to this presentation
2 Other includes primarily equity, royalty and other income

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Fiscal 2017 Q1 Corporate Items

- Effective tax rate of 34.5%
- Capital expenditures totaled $9 million
- Free cash flow[1] generation of $79 million
  – YoY increase of $44 million
  – Ending cash balance of $236 million
- Total debt of $740 million
  – Including $75 million of short-term debt related to our new A/R securitization facility
- OPEB remeasurement led to a gain of $8 million
  – Net pension and OPEB obligations of ~$875 million
- Recorded $6 million of separation-related costs

1 Free cash flow is defined as cash flows provided by operating activities less capital expenditures. Cash flows provided by op erating activities of $88 million less capital expenditures of $9 million gives free cash flow of $79 million

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Fiscal 2017 Outlook

Current Expectations

	Updated Outlook	Prior Outlook
Operating Segments		
• Lubricant gallons	3-5%	2-3%
• Revenues	4-7%	3-5%
• New stores		
• VIOC company-owned	31-33 28 acquired, 3-5 new builds	5-10 new builds
• VIOC franchised	no change	15-25
• VIOC same-store sales	5-7%	3-5%
• EBITDA from operating segments	\$440-\$455 million	\$435 million at mid-point of previous range
Corporate Items		
• Pension income	\$70 million	\$66 million
• One-time separation-related expenses	no change	\$25-\$30 million
• Diluted adjusted earnings per share	\$1.36-\$1.43	\$1.31-\$1.41
• Capital expenditures	no change	\$70-\$80 million
• Free cash flow[1]	\$130-\$150 million	\$90-\$100 million

1 Free cash flow is defined as cash flows provided by operating activities less capital expenditures

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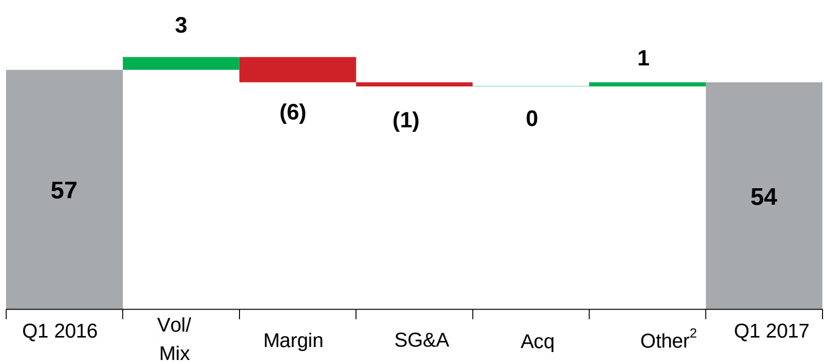
Q1 Fiscal 2017 Summary

- ✓ Great start to the fiscal year
- ✓ Progress on Core Priorities
- ✓ Confident in delivering updated 2017 outlook

Core North America

($ in millions) Preliminary	Fiscal First Quarter Three months ended Dec. 31, 2016	2015	Change
Lubricant gallons (in millions)	24.1	23.6	2 %
Sales	$ 237	$ 241	(2) %
Operating income	$ 51	$ 53	(4) %
Depreciation and amortization	$ 3	$ 4	(25) %
Earnings before interest, taxes, depreciation and amortization (EBITDA)[1]	$ 54	$ 57	(5) %
EBITDA as a percent of sales	22.8 %	23.7 %	(90) bp

Factors affecting year-over-year EBITDA

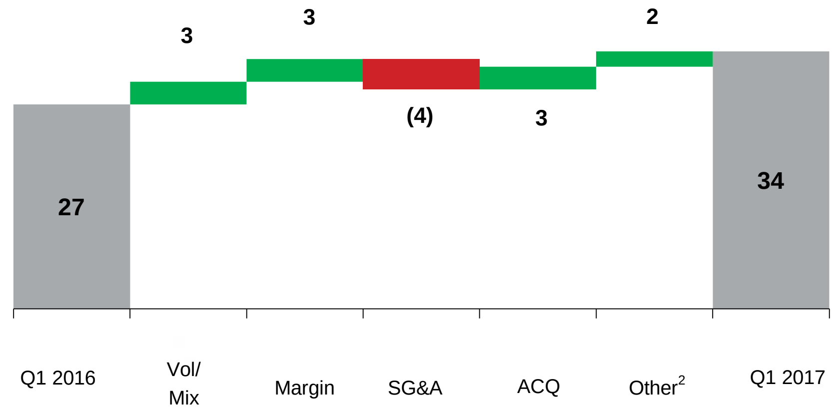


1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation
2 Other includes primarily equity, royalty and other income

Quick Lubes

($ in millions) Preliminary	Fiscal First Quarter Three months ended Dec. 31,		
	2016	2015	Change
Lubricant gallons (in millions)	5.3	4.6	15 %
Sales	$ 127	$ 100	27 %
Operating income	$ 29	$ 23	26 %
Depreciation and amortization	$ 5	$ 4	25 %
Earnings before interest, taxes, depreciation and amortization (EBITDA)[1]	$ 34	$ 27	26 %
EBITDA as a percent of sales	26.8 %	27.0 %	(20) bp

Factors affecting year-over-year EBITDA



1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation
2 Other includes primarily equity, royalty and other income

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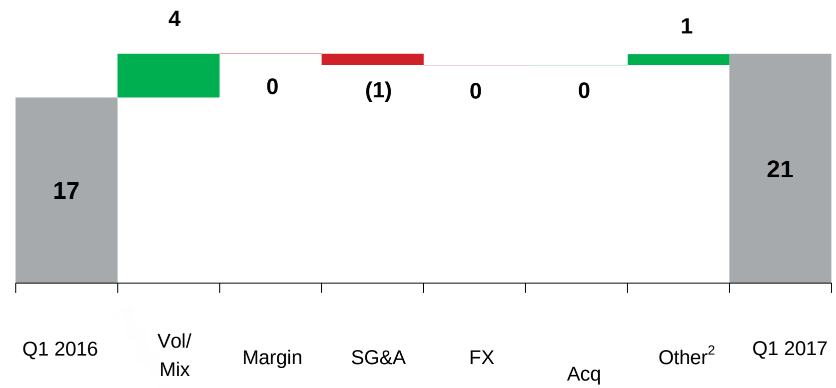
International

($ in millions) Preliminary	Fiscal First Quarter Three months ended Dec. 31,		
	2016	2015	Change
Lubricant gallons (in millions)	13.7	12.2	12 %
Sales	$ 125	$ 115	9 %
Operating income	$ 20	$ 16	25 %
Depreciation and amortization	$ 1	$ 1	- %
Earnings before interest, taxes, depreciation and amortization (EBITDA)[1]	$ 21	$ 17	24 %
EBITDA as a percent of sales	16.8 %	14.8 %	200 bp

Factors affecting year-over-year EBITDA



1 For a reconciliation of EBITDA to Net Income, see the Appendix to this presentation
2 Other includes primarily equity, royalty and other income

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Investment Thesis

Premium Brand and Marketing

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Team of Hands On Experts

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Clear Strategies and Disciplined Financial Management

Strong Shareholder Returns

Valvoline

Appendix A:
Supplemental Financial Information

Key Items Affecting Income

($ in millions, except per share data) Preliminary	First Quarter Impact			
		Total		
2017	Operating Income	Pre-tax	After-tax	Earnings per Share
OPEB remeasurement	$ 8	$ 8	$ 5	$ 0.02
Separation Costs	$ (6)	(6)	(4)	(0.02)
Total	$ 2	$ 2	$ 1	$ 0.00
2016				
	$ -	$ -	$ -	$ -
Total	$ -	$ -	$ -	$ -

Historical EBITDA and Adj. EBITDA Bridges

($ in millions)	2011	2012	2013	2014	2015	2016	1Q17
Net income	$110	$114	$246	$173	$196	$273	$72
Income tax expense	52	58	135	91	101	148	38
Net Interest and other financing expense	-	-	-	-	-	9	10
Depreciation and amortization	38	36	36	37	38	38	9
EBITDA	$200	$207	$416	$302	$335	$468	$129
Adjustments							
Losses (gains) on pension and other postretirement plans re-measurement	52	68	(74)	61	46	(18)	(8)
Net Loss on Divestiture	-	-	-	-	26	1	-
Impairment on Equity Investment	-	-	-	-	14	-	-
Restructuring/Separation Costs	-	-	-	6	-	6	6
Adjusted EBITDA	$252	$275	$342	$369	$421	$457	$127

Glossary of Terms

C&I	Commercial & Industrial
Car Parc	Total Number of Cars in a Region or Market
DIFM	Do-It-For-Me
DIY	Do-It-Yourself
DSR	Distributor Sales Rep
EHS	Environment, Health and Safety
HD	Heavy Duty
MC	Motorcycle
OCPD	Oil Changes per Day
ODI	Oil Drain Interval
OEM	Original Equipment Manufacturer
OE 4S	Original Equipment Dealer; 4S model offers sales, showrooms, services and spare parts all under one roof
PC	Passenger Car
PCMO	Passenger Car Motor Oil
PV	Passenger Vehicles
SSS	Same Store Sales
VIOC	Valvoline Instant Oil Change
VIOCF	Valvoline Instant Oil Change Franchising
VLS	Valvoline Learning Solutions
VPS	Valvoline Professional Series

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SAE 10W-30
ENGINE OIL
Valvoline
Premium Blue
HEAVY DUTY DIESEL
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HEAVY DUTY DIESEL
SAE 5W-40
ENGINE OIL