PRESS RELEASE

Valvoline Inc. Reports Fourth Quarter and Fiscal Year 2026 Results

Delivers Sales of $2.1 billion and 20th consecutive year of system-wide SSS growth

LEXINGTON, Ky., November 19, 2026 – Valvoline Inc. (NYSE: VVV), the quick, easy, trusted leader in preventive automotive maintenance, today reported financial results for its fourth quarter ended September 30, 2026. All comparisons in this press release are made to the same prior-year period unless otherwise noted.

"As we close fiscal 2026, we are pleased with our performance and proud to celebrate our 20th consecutive year of system-wide same-store sales growth," said Lori Flees, President and CEO. "Our team executed well through a dynamic supply and macro environment, delivering strong growth."

"2026 is a milestone year for Valvoline Inc. as we mark 40 years as a retail service provider and surpass $4 billion in annual system-wide store sales for the first time. These milestones reflect the strength of what we have built and the durability of our business model. We have a trusted brand known for quality and best-in-class customer service, along with industry-leading retail capabilities and a strong, scaled network. This is enabled by passionate team members and franchise partners who are committed to delivering a quick, easy and trusted experience for our customers."

Continuing Operations - Operating Results

Fiscal year highlights

- Sales of $2.1 billion grew 21%, and system-wide store sales increased 18% to $4.1 billion
- System-wide same-store sales (SSS) growth of 7.9%
- Store count increased 15% YoY, bringing the system-wide total to 2,517
- Reported income from continuing operations of $88 million decreased 59% and earnings per diluted share (EPS) of $0.69 declined 59%
- Adjusted EBITDA of $557 million increased 19% and adjusted EPS of $1.76 increased 11%

Fourth quarter summary

- Sales of $554 million grew 22% and system-wide store sales increased 20% to $1.1 billion
- System-wide SSS growth of 9.4%
- Reported income from continuing operations of $10 million declined 62% and diluted EPS of $0.08 decreased 60%
- Adjusted EBITDA of $144 million increased 10% and adjusted EPS of $0.42 decreased 7%
- System-wide store additions in the quarter totaled 61 (28 franchise and 33 company-operated additions)

Balance Sheet and Cash Flow

- Cash and cash equivalents balance of $163 million; total debt of $1.6 billion
- Full year operating cash flow from continuing operations of $432 million and free cash flow of $204 million
- Completed a leverage-neutral refinancing, extending the debt maturity profile and enhancing liquidity
- Share repurchase authorization increased to $500 million

Fiscal Year 2027 Outlook

“Looking ahead to fiscal 2027, we expect another year of strong growth,” Flees added. "Our outlook assumes no change in the supply environment — stable availability and continued elevated product costs. Our team will keep executing with discipline, staying focused on serving our customers, growing our network and managing costs. We remain confident in the underlying strength of our business and the long-term value we can create for shareholders.”

Information regarding the Company’s outlook for fiscal 2027 is provided in the table below:

	Fiscal 2027 Outlook
System-wide SSS growth[1]	5.0% - 7.0%
System-wide store additions[1]	190 - 220
Net revenues	$2.25 - $2.35 billion
Adjusted EBITDA[1]	$595 - $625 million
Adjusted EPS[1]	$1.85 - $2.05
Capital expenditures	$245 - $265 million

[1] Refer to the Key Business Measures and Use of Non-GAAP Measures sections herein for further information regarding management’s use of these measures.

Valvoline’s outlook for adjusted EBITDA and adjusted EPS are non-GAAP financial measures that are expected to be impacted by items affecting comparability. Valvoline is unable to reconcile these forward-looking non-GAAP financial measures to the comparable GAAP measures estimated for fiscal 2027 without unreasonable efforts, as the Company is currently unable to predict with a reasonable degree of certainty the type and extent of certain items that would be expected to impact these GAAP measures in fiscal 2027 but would not impact non-GAAP adjusted results.

Fourth Quarter and Fiscal Year Operating Results

(In millions, except per share amounts and store counts)	Q4 results	YoY growth (decline)	FY results	YoY growth (decline)
Net revenues	$ 554.1	22%	$ 2,064.3	21%
Operating income [a]	$ 72.0	(15%)	$ 288.5	(26%)
Income from continuing operations [a]	$ 9.8	(62%)	$ 87.9	(59%)
EPS [a]	$ 0.08	(60%)	$ 0.69	(59%)
Adjusted EPS [b]	$ 0.42	(7%)	$ 1.76	11%
Adjusted EBITDA [b]	$ 143.6	10%	$ 557.0	19%
System-wide store sales [b]	$ 1,103.4	20%	$ 4,067.5	18%
	Q4 results	Quarter change	FY results	YoY change
System-wide stores [b]	2,517	+61	2,517	+337
Company-operated stores [c]	1,265	+33	1,265	+249
Franchised stores [b] [c]	1,252	+28	1,252	+88
	Q4 - YoY growth		FY - YoY growth	
System-wide SSS [b]	9.4%		7.9%	

(a) Includes the effects of certain unusual, infrequent or non-operational activity not directly attributable to the underlying business, which management believes impacts the comparability of operational results between periods ("key items"). These key items are delineated within Table 6 - Non-GAAP Reconciliation - Income from Continuing Operations and Diluted Earnings per Share.

(b) Refer to Key Business Measures, Use of Non-GAAP Measures, Table 4 - Retail Stores Operating Information, Table 6 - Non-GAAP Reconciliation - Income from Continuing Operations and Diluted Earnings per Share, and Table 7 - Non-GAAP Reconciliation - Net Revenues and EBITDA from Continuing Operations for management's definitions of the metrics presented above and reconciliation to the corresponding GAAP measures, where applicable.

(c) Changes reflect the effects of conversions between company-operated and franchised stores, representing changes in the mix of stores that do not impact the total system-wide store count.

Conference Call Webcast

Valvoline will host a live audio webcast of its fourth quarter fiscal 2026 conference call today, November 19, 2026, at 9 a.m. ET. The webcast and supporting materials will be accessible through Valvoline's website at http://investors.valvoline.com. Following the live event, an archived version of the webcast and supporting materials will be available.

Key Business Measures

Valvoline tracks its operating performance and manages its business using certain key measures, including system-wide, company-operated and franchised store counts and system-wide SSS and store sales. Management believes these measures are useful in evaluating and understanding Valvoline's operating performance and should be considered as supplements to, not substitutes for, Valvoline's net revenues and operating income, as determined in accordance with U.S. GAAP.

Net revenues are influenced by the number of service center stores and the business performance of those stores. Stores are considered open upon acquisition or opening for business. Temporary store closings remain in the respective store counts with only permanent store closures reflected in the activity and end of period store counts. SSS is defined as net revenues of U.S. Valvoline Instant Oil Change℠ (VIOC℠) system-wide stores that have been in operation for at least 12 full months within the system. Beginning in fiscal 2026, SSS also includes mobile service net revenues in markets that leverage store marketing channels.

Net revenues consist of sales at company-operated stores, in addition to royalties and other fees from independent franchised and Express Care stores. Although Valvoline does not recognize store-level sales from franchised stores as net revenues in its Consolidated Statements of Comprehensive Income, management believes system-wide and franchised SSS comparisons, store counts, and total system-wide store sales are useful to assess market position relative to competitors and overall store and operating performance.

Use of Non-GAAP Measures

The following non-GAAP measures are included herein: Adjusted net revenues, EBITDA, adjusted EBITDA, and adjusted EBITDA margin; adjusted net income and adjusted diluted earnings per share; and free cash flow and free cash flow excluding growth capital expenditures. Refer to the tables herein for management's definition of each non-GAAP measure and reconciliation to the most comparable U.S. GAAP measure.

Non-GAAP measures include adjustments from results based on U.S. GAAP that management believes enable comparison of certain financial trends and results between periods and provide a useful supplemental presentation of Valvoline's operating performance that allows for transparency with respect to key metrics used by management in operating the business and measuring performance. These non-GAAP measures have limitations as analytical tools and should not be considered in isolation from, an alternative to, or more meaningful than, the financial results presented in accordance with U.S. GAAP. The financial results presented in accordance with U.S. GAAP and the reconciliations of non-GAAP measures should be carefully evaluated. The manner used to compute the non-GAAP information used by management may differ from the methods used by other companies and may not be comparable.

Refer to the Appendix at the end of this release for descriptions of the adjustments that depart from the computations in accordance with U.S. GAAP.

About Valvoline Inc.

Valvoline Inc. (NYSE: VVV) delivers quick, easy, trusted service at more than 2,500 franchised and company-operated service centers across the United States and Canada. The Company completes more than 33 million services annually system-wide, from about 15-minute stay-in-your-car oil changes to a variety of manufacturer-recommended maintenance services such as wiper replacements and tire rotations. At Valvoline Inc., it all starts with our people, including the over 13,000 team members who are working to drive the full potential of our core business, deliver sustainable network growth and innovate to meet the evolving needs of our customers and the car parc. For more information, visit vioc.com.

Forward-Looking Statements

Certain statements herein, other than statements of historical fact, are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements may include, without limitation, statements about executing on the growth strategy to create shareholder value by driving the full potential in Valvoline's core business, delivering sustainable network growth through new store development, franchise expansion and acquisitions, and innovating to meet the changing needs of customers and the car parc, including through fleet and non-oil change services; realizing the benefits from acquisitions and refranchising transactions, including the anticipated benefits and synergies of Breeze Autocare; the use of technology, including artificial intelligence, to support the business; and any other statements regarding Valvoline's future operations, financial or operating results, capital allocation, including share repurchases, debt reduction and leverage objectives, anticipated business levels, dividend policy, anticipated growth, market opportunities, strategies, competition, and other expectations and targets for future periods. Valvoline has identified some of these forward-looking statements with words such as "anticipates," "believes," "expects," "estimates," "intends," "plans," "targets," "is likely," "predicts," "projects," "forecasts," "may," "will," "should," "could," "would," and "continue," and the negative of these words or other comparable terminology. These forward-looking statements are based on Valvoline's current expectations, estimates, projections, and assumptions as of the date such statements are made and are subject to risks and uncertainties that may cause results to differ materially from those expressed or implied in the forward-looking statements. Factors that might cause such differences include, but are not limited to: rising or volatile supply costs, supply constraints, including as a result of the conflict in the Middle East, and dependence on Valvoline Global Operations ("VGO") for substantially all lubricant supply; information technology, cybersecurity and artificial intelligence-related risks; economic conditions, inflation, interest rates and energy prices that affect consumer demand, miles driven and customer response to pricing actions; changes in vehicle technology, including electric vehicle adoption and longer service intervals; the financial performance and growth of, and access to financing by, franchisees; maintaining effective internal controls; competition and pricing pressure; the ability to achieve growth goals, including new store development, acquisitions, and the integration of Breeze Autocare and conversion of its Oil Changers stores to the VIOC℠ brand; the ability to attract and retain qualified employees and key management; damage to the Valvoline brand, including under the brand-sharing arrangement with VGO; Valvoline's substantial indebtedness and access to capital; changes in laws and regulations, including privacy, franchise and environmental, health and safety requirements; business disruptions from severe weather or other catastrophic events. Additional information regarding these risks and uncertainties are described in Valvoline's filings with the Securities and Exchange Commission (the "SEC"), including in the "Risk Factors," "Management's Discussion and Analysis of Financial Condition and Results of Operations," and "Quantitative and Qualitative Disclosures about Market Risk" sections of Valvoline's most recently filed periodic reports on Forms 10-K and 10-Q, which are available on Valvoline's website at http://investors.valvoline.com/sec-filings or on the SEC's website at http://www.sec.gov. Valvoline assumes no obligation to update or revise these forward-looking statements for any reason, even if new information becomes available in the future, unless required by law.

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FURTHER INFORMATION

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Valvoline Inc. and Consolidated Subsidiaries

Table 1

Statements of Consolidated Income

(In millions, except per share amounts - preliminary and unaudited)

	Three months ended September 30		Year ended September 30	
	2026	2025	2026	2025
Net revenues	$ 554.1	$ 453.8	$ 2,064.3	$ 1,710.3
Cost of sales	358.5	276.3	1,294.3	1,051.8
Gross profit	195.6	177.5	770.0	658.5
Selling, general and administrative expenses	102.4	92.7	410.9	339.5
Net legacy and separation-related expenses (income)	19.6	(0.2)	25.8	1.4
Other loss (income), net	1.6	0.5	44.8	(72.3)
Operating income	72.0	84.5	288.5	389.9
Net pension and other postretirement plan expenses	16.7	26.3	13.0	23.6
Net interest and other financing expenses	32.4	21.0	113.5	74.0
Income before income taxes	22.9	37.2	162.0	292.3
Income tax expense	13.1	11.6	74.1	77.5
Income from continuing operations	9.8	25.6	87.9	214.8
Loss from discontinued operations, net of tax	(0.4)	(0.6)	(2.0)	(4.1)
Net income	$ 9.4	$ 25.0	$ 85.9	$ 210.7
Net earnings per share				
Basic earnings (loss) per share				
Continuing operations	$ 0.08	$ 0.20	$ 0.69	$ 1.68
Discontinued operations	—	—	(0.02)	(0.03)
Basic earnings per share	$ 0.08	$ 0.20	$ 0.67	$ 1.65
Diluted earnings (loss) per share				
Continuing operations	$ 0.08	$ 0.20	$ 0.69	$ 1.67
Discontinued operations	—	—	(0.02)	(0.03)
Diluted earnings per share	$ 0.08	$ 0.20	$ 0.67	$ 1.64
Weighted average common shares outstanding				
Basic	127.9	127.6	127.8	127.9
Diluted	128.4	128.4	128.3	128.6

Valvoline Inc. and Consolidated Subsidiaries

Table 2

Condensed Consolidated Balance Sheets

(In millions - preliminary and unaudited)

	September 30 2026	September 30 2025
Assets		
Current assets		
Cash and cash equivalents	$ 163.0	$ 51.6
Receivables, net	103.0	89.6
Inventories, net	53.9	42.6
Prepaid expenses and other current assets	75.3	59.9
Total current assets	395.2	243.7
Noncurrent assets		
Property, plant and equipment, net	1,342.0	1,134.6
Operating lease assets	405.2	331.8
Goodwill and intangibles, net	1,285.3	740.5
Other noncurrent assets	178.3	219.8
Total assets	$ 3,606.0	$ 2,670.4
Liabilities and Stockholders' Equity		
Current liabilities		
Current portion of long-term debt	$ —	$ 23.8
Trade and other payables	179.6	118.9
Accrued expenses and other liabilities	261.0	204.7
Total current liabilities	440.6	347.4
Noncurrent liabilities		
Long-term debt	1,614.0	1,050.2
Employee benefit obligations	143.2	187.5
Operating lease liabilities	381.8	315.3
Deferred tax liabilities	145.0	117.0
Other noncurrent liabilities	454.2	314.5
Total noncurrent liabilities	2,738.2	1,984.5
Stockholders' equity	427.2	338.5
Total liabilities and stockholders' equity	$ 3,606.0	$ 2,670.4

Valvoline Inc. and Consolidated Subsidiaries

Table 3

Condensed Consolidated Statements of Cash Flows

(In millions - preliminary and unaudited)

	Year ended September 30	
	2026	2025
Cash flows from operating activities		
Net income	$ 85.9	$ 210.7
Adjustments to reconcile net income to cash flows from operating activities:		
Loss from discontinued operations	2.0	4.1
Loss on extinguishment of debt	5.7	—
Loss (gain) on sale of operations	43.6	(71.1)
Depreciation and amortization	148.6	119.4
Deferred income taxes	58.2	38.3
Loss on pension and other postretirement plan remeasurements	17.9	26.6
Stock-based compensation expense	11.1	10.5
Other, net	6.5	3.6
Change in operating assets and liabilities	52.2	(35.0)
Operating cash flows from continuing operations	431.7	307.1
Operating cash flows from discontinued operations	0.1	(9.9)
Total cash provided by operating activities	431.8	297.2
Cash flows from investing activities		
Additions to property, plant and equipment	(228.0)	(259.2)
Acquisitions, net of cash acquired	(664.2)	(65.0)
Proceeds from sale of operations	63.6	121.0
Issuances of notes receivable	(20.1)	(24.2)
Repayments of notes receivable	20.8	21.2
Proceeds from investments	—	6.0
Other investing activities, net	(1.0)	(0.9)
Total cash used in investing activities	(828.9)	(201.1)
Cash flows from financing activities		
Proceeds from borrowings	1,355.0	85.0
Payments of debt issuance costs and discounts	(24.3)	(2.0)
Repayments on borrowings	(800.6)	(103.8)
Repurchases of common stock, including excise taxes of $16.4 in 2025	—	(76.8)
Payment of finance lease obligations	(16.8)	(12.2)
Other financing activities, net	(4.2)	(3.1)
Total cash provided by (used in) financing activities	509.1	(112.9)
Effect of currency exchange rate changes on cash, cash equivalents and restricted cash	(0.6)	(0.3)
Increase (decrease) in cash, cash equivalents and restricted cash	111.4	(17.1)
Cash, cash equivalents and restricted cash - beginning of period	51.6	68.7
Cash, cash equivalents and restricted cash - end of period	$ 163.0	$ 51.6

Valvoline Inc. and Consolidated Subsidiaries

Table 4

Retail Stores Operating Information

(Preliminary and unaudited)

	Three months ended September 30		Year ended September 30	
	2026	2025	2026	2025
Sales information				
Store sales - in millions				
Company-operated	$ 507.2	$ 399.0	$ 1,847.2	$ 1,499.6
Franchised [(a)]	596.2	519.4	2,220.3	1,954.2
System-wide store sales [(a)]	$ 1,103.4	$ 918.4	$ 4,067.5	$ 3,453.8
Year-over-year growth [(a)]	*20.1 %*	*11.1 %*	*17.8 %*	*11.3 %*
System-wide same-store sales growth [(a)(b)]	9.4 %	6.0 %	7.9 %	6.1 %

	Number of stores at end of period				
	Fourth Quarter 2026	Third Quarter 2026	Second Quarter 2026	First Quarter 2026	Fourth Quarter 2025
Company-operated	1,265	1,232	1,210	1,196	1,016
Franchised [(a)]	1,252	1,224	1,199	1,184	1,164

	As of September 30	
	2026	2025
System-wide store count [(a)]	2,517	2,180
Year-over-year growth [(a)]	*15.5 %*	*8.5 %*

(a) Measures include Valvoline franchisees, which are independent legal entities. Valvoline does not consolidate the results of operations of its franchisees.

(b) Valvoline determines SSS growth as the year-over-year change in net revenues of U.S. VIOC system-wide same stores with same stores defined as those that have been in operation within the system for at least 12 full months. Beginning in fiscal 2026, SSS also includes mobile service net revenues in markets that leverage store marketing channels.

Valvoline Inc. and Consolidated Subsidiaries

Table 5

System-wide Retail Stores
(Preliminary and unaudited)

	Company-operated				
	Fourth Quarter 2026	Third Quarter 2026	Second Quarter 2026	First Quarter 2026	Fourth Quarter 2025
Beginning of period	1,232	1,210	1,196	1,016	983
Opened	26	15	8	26	26
Acquired	7	8	3	210	8
Divested [a]	—	—	—	(45)	—
Net conversions between company-operated and franchised	—	—	4	(10)	—
Closed	—	(1)	(1)	(1)	(1)
End of period	1,265	1,232	1,210	1,196	1,016

	Franchised [b]				
	Fourth Quarter 2026	Third Quarter 2026	Second Quarter 2026	First Quarter 2026	Fourth Quarter 2025
Beginning of period	1,224	1,199	1,184	1,164	1,141
Opened	28	26	20	13	24
Acquired [c]	—	—	—	—	—
Net conversions between company-operated and franchised	—	—	(4)	10	—
Closed	—	(1)	(1)	(3)	(1)
End of period	1,252	1,224	1,199	1,184	1,164
Total system-wide stores [b]	2,517	2,456	2,409	2,380	2,180

(a) Divested stores represent those acquired in connection with the Breeze Autocare acquisition and immediately divested as required by the Federal Trade Commission.

(b) Measures include Valvoline franchisees, which are independent legal entities. Valvoline does not consolidate the results of operations of its franchisees.

(c) Represents the acquisition of franchise stores that are new to the Valvoline retail store system by Valvoline Inc.

Valvoline Inc. and Consolidated Subsidiaries

Table 6

Non-GAAP Reconciliation - Income from Continuing Operations and Diluted Earnings per Share

(In millions, except per share amounts - preliminary and unaudited)

	Three months ended September 30		Year ended September 30	
	2026	2025	2026	2025
Reported income from continuing operations	$ 9.8	$ 25.6	$ 87.9	$ 214.8
Adjustments:				
Net pension and other postretirement plan expenses	16.7	26.3	13.0	23.6
Net legacy and separation-related expenses (income)	20.3	(0.2)	26.5	1.4
Information technology transition and material weakness remediation costs	6.5	3.0	19.3	11.5
Debt extinguishment and modification costs	5.3	—	6.1	—
Investment and divestiture-related costs (income) [(a)]	6.4	13.8	81.7	(50.2)
Total adjustments, pre-tax	55.2	42.9	146.6	(13.7)
Income tax (benefit) expense of adjustments	(11.3)	(10.5)	(10.0)	3.8
Income tax adjustments [(b)]	0.2	—	1.9	—
Total adjustments, after tax	44.1	32.4	138.5	(9.9)
Adjusted income from continuing operations [(c)] [(d)]	$ 53.9	$ 58.0	$ 226.4	$ 204.9
Reported diluted earnings per share from continuing operations	$ 0.08	$ 0.20	$ 0.69	$ 1.67
Adjusted diluted earnings per share from continuing operations [(d)] [(e)]	$ 0.42	$ 0.45	$ 1.76	$ 1.59
Weighted average diluted common shares outstanding	128.4	128.4	128.3	128.6

(a) Includes certain pre-tax key item activity within amortization and net interest and other financing expenses that do not impact EBITDA but impact pre-tax adjusted earnings.

(b) Income tax adjustments include the effects associated with investment and divestiture-related activity, which is further described in the Appendix.

(c) Adjusted income from continuing operations is defined as income from continuing operations adjusted for the effects of key items.

(d) Represents a non-GAAP measure. Refer to “Use of Non-GAAP Measures” and the Appendix for additional details.

(e) Adjusted diluted earnings per share from continuing operations is defined as diluted earnings per share calculated using adjusted income from continuing operations.

Valvoline Inc. and Consolidated Subsidiaries

Table 7

Non-GAAP Reconciliation - Net Revenues and EBITDA from Continuing Operations

(In millions - preliminary and unaudited)

	Three months ended September 30		Year ended September 30	
	2026	2025	2026	2025
Reported net revenues [a]	$ 554.1	$ 453.8	$2,064.3	$1,710.3
Key items:				
Information technology transition and material weakness remediation costs	1.2	—	1.2	—
Adjusted net revenues [a] [b]	$ 555.3	$ 453.8	$2,065.5	$1,710.3
Income from continuing operations	$ 9.8	$ 25.6	$ 87.9	$ 214.8
Add:				
Income tax expense	13.1	11.6	74.1	77.5
Net interest and other financing expenses	32.4	21.0	113.5	74.0
Depreciation and amortization	39.3	32.8	148.6	119.4
EBITDA from continuing operations [b] [c]	94.6	91.0	424.1	485.7
Key items:				
Net pension and other postretirement plan expenses	16.7	26.3	13.0	23.6
Net legacy and separation-related expenses (income)	20.3	(0.2)	26.5	1.4
Information technology transition and material weakness remediation costs	6.5	3.0	19.3	11.5
Investment and divestiture-related costs (income) [d]	5.5	10.0	74.1	(55.4)
Key items - subtotal	49.0	39.1	132.9	(18.9)
Adjusted EBITDA from continuing operations [b] [c]	$ 143.6	$ 130.1	$ 557.0	$ 466.8
Net profit margin [e]	1.8 %	5.6 %	4.3 %	12.6 %
Adjusted EBITDA margin [b] [f]	25.9 %	28.7 %	27.0 %	27.3 %

(a) Adjusted net revenues are reported Net revenues adjusted for key items.

(b) Represents a non-GAAP measure. Refer to "Use of Non-GAAP Measures" and the Appendix for additional details.

(c) EBITDA from continuing operations is defined as income from continuing operations, plus income tax expense, net interest and other financing expenses, and depreciation and amortization attributable to continuing operations. Adjusted EBITDA from continuing operations is EBITDA adjusted for key items attributable to continuing operations.

(d) Includes certain pre-tax key item activity within amortization and net interest and other financing expenses that do not impact Adjusted EBITDA but impact pre-tax adjusted earnings.

(e) Net profit margin is defined as reported income from continuing operations divided by reported net revenues.

(f) Adjusted EBITDA margin is defined as Adjusted EBITDA from continuing operations divided by adjusted net revenues.

Valvoline Inc. and Consolidated Subsidiaries

Table 8

Non-GAAP Reconciliation - Free Cash Flows from Continuing Operations

(In millions - preliminary and unaudited)

Free cash flow [a]	Year ended September 30	
	2026	2025
Operating cash flows from continuing operations	$ 431.7	$ 307.1
Adjustments:		
Additions to property, plant and equipment	(228.0)	(259.2)
Free cash flow from continuing operations [b]	$203.7	$47.9

Free cash flow excluding growth capital expenditures [c]	Year ended September 30	
	2026	2025
Operating cash flows from continuing operations	$ 431.7	$ 307.1
Adjustments:		
Maintenance additions to property, plant and equipment	(61.8)	(66.1)
Free cash flow excluding growth capital expenditures [b]	$369.9	$241.0

(a) Free cash flow is defined as operating cash flows less additions to property, plant and equipment.

(b) Represents a non-GAAP measure. Refer to "Use of Non-GAAP Measures" and the Appendix for additional details.

(c) Free cash flow excluding growth capital expenditures is defined as operating cash flows less maintenance additions to property, plant and equipment.

Valvoline Inc. and Consolidated Subsidiaries
Appendix - Description of Non-GAAP Measures and Adjustments

EBITDA measures

Management believes EBITDA measures provide a meaningful supplemental presentation of Valvoline's operating performance between periods on a comparable basis due to the depreciable assets associated with the nature of the Company's operations, as well as income tax and interest costs related to Valvoline's tax and capital structures, respectively.

Free cash flow measures

Management uses free cash flow and free cash flow excluding growth capital expenditures as additional non-GAAP metrics of cash flow generation. By including capital expenditures, management is able to provide an indication of the ongoing cash being generated that is ultimately available for both debt and equity holders as well as other investment opportunities. Free cash flow includes the impact of capital expenditures, providing a supplemental view of cash generation. Free cash flow excluding growth capital expenditures includes maintenance capital expenditures, which are uses of cash that are necessary to maintain the Company's existing business operations, including its retail service center store network, service portfolio, and support functions. Free cash flow excluding growth capital expenditures provides a supplemental view of cash flow generation before investments in growth capital, which expand future business operations, including the opening or expansion of retail service center stores and service capabilities. Free cash flow and free cash flow excluding growth capital expenditures have certain limitations, including that they do not reflect adjustments for certain non-discretionary cash expenditures, such as mandatory debt repayments.

Adjusted Net Revenue and profitability measures

Adjusted Net Revenue and profitability measures (i.e., adjusted net income, diluted earnings per share and EBITDA) enable the comparison of financial trends and results between periods where certain items may not be reflective of the Company's underlying and ongoing operational performance or vary independent of business performance.

Key items

The non-GAAP measures used by management exclude the impact of certain unusual, infrequent or non-operational activity not directly attributable to the underlying business, which management believes impacts the comparability of operational results between periods ("key items"). Key items are often related to legacy matters or market-driven events considered by management to not be reflective of the ongoing operating performance. Key items may consist of adjustments related to: legacy businesses, including the separation from Valvoline's former parent company, the sale of the former Global Products reportable segment, and the associated impacts of related activity and indemnities; non-service pension and other postretirement plan activity; restructuring-related matters, including organizational restructuring plans, significant acquisitions or divestitures, debt extinguishment and modification, and tax reform legislation; in addition to other matters that management considers non-operational, infrequent or unusual in nature.

Refer to the following for descriptions of the key items that comprise the adjustments which depart from the computations in accordance with U.S. GAAP:

Net pension and other postretirement plan expenses: Includes several elements impacted by changes in plan assets and obligations that are primarily driven by the debt and equity markets, including remeasurement gains and losses, when applicable; and recurring non-service pension and other postretirement net periodic activity, which consists of interest cost, expected return on plan assets and amortization of prior service credits. Management considers these elements to be more reflective of changes in current conditions in global markets (in particular, interest rates), outside the operational performance of the business, and are also legacy amounts that are not directly related to the underlying business and do not have an impact on the compensation and benefits provided to eligible employees for current service.

Net legacy and separation-related expenses (income): Activity associated with legacy businesses, including the separation from Valvoline's former parent company and its former Global Products reportable segment. This activity includes the recognition of and adjustments to indemnity obligations to its former parent company; certain legal, financial, professional advisory and consulting fees; and other expenses incurred by the continuing operations in connection with and directly related to these separation transactions and legacy matters. This incremental activity directly attributable to legacy matters and separation transactions is not considered reflective of the underlying operating performance of the Company's continuing operations.

Information technology transition and material weakness remediation costs: Consists of expenses incurred directly related to the Company's information technology transitions, primarily efforts related to implementing stand-alone enterprise resource planning and human resource information systems that generally began in fiscal 2023 following the sale of the former Global Products reportable segment. These expenses include data conversion, training, redundant expenses incurred from duplicative technology platforms, and temporary support, which includes consulting fees and professional services to support certain enhanced manual procedures and material weakness remediation efforts, including adjustments resulting from process changes implemented in remediating the material weakness. These incremental costs are directly associated with technology transitions and material weakness remediation efforts and are not considered to be reflective of the ongoing expenses of operating the Company's technology platforms and control environment following the remediation of the material weakness.

Investment and divestiture-related costs (income): Consists of activity directly associated with specific significant acquisitions, investments and divestitures, including professional and consulting fees for legal and advisory services, in addition to gains or losses recognized upon disposition, temporary financing costs directly associated with transactions, certain acquisition-related incentive compensation costs, amortization of Breeze acquired intangible assets, and expense recognized to adjust the carrying values of related assets determined to be impaired. This activity is not considered to be reflective of the underlying operating performance of the Company's ongoing continuing operations.

Debt extinguishment and modification costs: Consists of fees paid to creditors and accelerated amortization of previously capitalized debt issuance costs as well as third-party fees expensed in connection with amendments to the Company's debt facilities. These expenses are not considered to be indicative of the future servicing costs of the Company's ongoing debt facilities.