Dana Incorporated Reports Strong Second-Quarter Results; Increases Full-Year Guidance; Restarts Share Repurchase Program

August 6, 2026

Second-Quarter Highlights:

- Sales of $2.0 billion, up 4 percent versus the second quarter of 2025
- Adjusted EBITDA of $207 million; $60 million higher than second quarter of 2025
- 10.3 percent adjusted EBITDA margin; 270 basis points higher than prior year
- Achieved $19 million in additional cost savings
- Repurchased 1.2 million shares, returning $44 million to shareholders
- Year-to-date shareholder returns of $169 million
- Planning an additional ~$200 million of repurchases in 2026
- Eaton Mobility transaction remains on track for first-quarter of 2027 close

MAUMEE, Ohio, Aug. 6, 2026 /PRNewswire/ -- Dana Incorporated (NYSE: DAN) today announced its second-quarter 2026 financial results, delivering strong performance, expanding margins, and increasing its full-year outlook.

"Dana continues to execute our strategy with discipline and consistency, delivering another quarter of strong margin expansion while advancing our long-term growth initiatives," said Byron Foster, Chief Executive Officer. "Our performance reflects the benefits of pricing actions, operational improvements, and continued cost-savings initiatives, while demand has improved across our end markets. We have also announced that we are restarting our share repurchase program to continue until the closing of the Eaton Mobility transaction and remain committed to returning meaningful capital to shareholders. Combined with the strategic value creation opportunities associated with the planned Eaton Mobility transaction, we believe Dana is well positioned to deliver sustainable growth and increased shareholder value."

Sales in the second quarter of 2026 totaled $2.01 billion, compared with $1.94 billion in the same period of 2025. The increase was primarily driven by higher demand across end markets, pricing actions, and favorable currency translation.

Adjusted EBITDA for the second quarter was $207 million, representing a 10.3 percent margin, compared with $147 million, or 7.6 percent, for the same period in 2025. Cost-savings actions, operational efficiency improvements, and pricing initiatives were the primary drivers of the improvement.

Net income from continuing operations was $11 million in the second quarter of 2026, compared with a loss of $12 million, in the second quarter of 2025. Diluted earnings per share from continuing operations were $0.06 in the second quarter of 2026 compared to a loss of $0.11 last year. The second quarter of 2026 benefited from significantly improved operating performance, reflecting cost-reduction initiatives, material cost savings, operational improvements, and lower net interest expense associated with debt repayment following the Off-Highway divestiture.

Adjusted net income was $21 million in the second quarter of 2026, compared with $4 million in the prior-year period, while diluted adjusted earnings per share increased to $0.19 from $0.03

Operating cash flow in the second quarter of 2026 was $109 million, compared with $32 million in the same period of 2025. Adjusted free cash flow was $68 million, compared with a use of $7 million in the second quarter of 2025. Higher profitability, lower one-time costs, lower taxes, and improved working capital performance more than offset the loss of discontinued operations following the Off-Highway divestiture.

Dana today announced the restart of its share repurchase program, which had been suspended following the announcement of the proposed Eaton Mobility transaction. During the second quarter, the company repurchased approximately 1.2 million shares, returning $44 million to shareholders. Year-to-date, Dana has returned $169 million to shareholders and expects to repurchase an additional $200 million of shares before the end of 2026. Dana and Eaton are evaluating the possibility of additional share repurchases following the closing of the transaction.

Dana also has continued to make progress on its announced combination with Eaton's Mobility business. The companies now expect to utilize a split-off structure for the transaction, which is intended to be tax-free to shareholders and provides for an orderly distribution of shares. The transaction remains on track to close during the first quarter of 2027, subject to approval by Dana shareholders, receipt of regulatory approvals, and customary closing conditions.

"The planned combination with Eaton Mobility remains a highly strategic opportunity that accelerates our Dana 2030 objectives and creates a stronger, more diversified global powertrain leader," Foster added. "At the same time, we remain focused on executing the initiatives within our control —improving our cost structure, enhancing manufacturing performance, generating strong cash flow, and returning capital to shareholders."

Dana has revised its full-year financial guidance upward, increasing its sales outlook by approximately $225 million and its adjusted EBITDA outlook by approximately $25 million. The higher guidance reflects stronger market conditions, favorable commercial-vehicle demand, ongoing cost-reduction actions, and favorable currency translation.

Revised 2026 Financial Targets

	Revised Guidance
Sales	$7.65 to $7.85 billion
Adjusted EBITDA	$800 to $850 million
Implied adjusted EBITDA margin	~10.6%
Diluted Adjusted EPS	$1.75 to $2.25
Adjusted free cash flow	$275 to $375 million

Dana to Host Conference Call at 9 a.m. Thursday, August 6

Dana will discuss its second quarter 2026 results in a conference call at 9 a.m. EDT on Thursday, August 6. The conference call can be accessed by telephone from both domestic and international locations using the information provided below:

Conference ID: 9943139
Participant Toll-Free Dial-In Number: (888) 440-5873
Participant Toll Dial-In Number: +1 (646) 960-0319

Audio streaming and slides will be available online via a link provided on the Dana investor website: www.dana.com/investors. Phone registration will be available beginning at 8:30 a.m. EDT.
A webcast replay can be accessed via Dana's investor website following the call.

Cautionary Notes on Forward-Looking Statements

This communication includes "forward-looking statements" within the meaning of the federal securities laws, including Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended by the Private Securities Litigation Reform Act of 1995, including statements regarding the proposed transaction between Eaton Corporation plc ("Eaton"), Dana Incorporated ("Dana") and Mobility (USA) Corporation ("SpinCo"), as well as statements regarding Dana's business, financial condition and results of operations more generally. These forward-looking statements generally are identified by the words "believe," "project," "expect," "anticipate," "estimate," "forecast," "outlook," "target," "endeavor," "seek," "predict," "intend," "strategy," "plan," "may," "could," "should," "will," "would," "potential," "continue," "ongoing," or the negative thereof or variations thereon or similar terminology generally intended to identify forward-looking statements. All statements, other than historical facts, including, but not limited to, statements regarding Dana's current expectations, estimates and projections about its industry and business, the expected timing and structure of the proposed transaction and financing of the transaction, the ability of the parties to complete the proposed transaction, the expected benefits of the proposed transaction, including future financial and operating results and strategic and synergistic benefits, the tax consequences of the proposed transaction and the combined company's plans, objectives, expectations and intentions, legal, economic and regulatory conditions, and any assumptions underlying any of the foregoing, are forward-looking statements.

These forward-looking statements are based on Dana's current expectations and are subject to risks and uncertainties and are not guarantees of future results. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those indicated or anticipated by such forward-looking statements. The inclusion of such statements should not be regarded as a representation that such plans, estimates or expectations will be achieved. Important factors that could cause actual results to differ materially from such plans, estimates or expectations include, among others, the ability to complete the proposed transaction on the timeframe or on the terms currently anticipated or at all, including due to a failure to obtain requisite stockholder and/or regulatory approvals; risks related to difficulties, inabilities or delays in integrating the businesses of Dana and SpinCo; the ability to realize the anticipated benefits of the proposed transaction, including estimated combined EBITDA, estimated combined revenue and estimated run-rate cost synergies; potential impact of the proposed transaction on Dana's stock price; restrictions on the conduct of Dana's business prior to and after closing and on its ability to pursue alternatives to the proposed transaction; the possibility that the proposed transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events, or unforeseen or unknown liabilities; the ability of the combined company to implement its business strategy; the inability of the combined company to retain and hire key personnel; the occurrence of any event that could give rise to termination of the proposed transaction; the risk that stockholder litigation in connection with the proposed transaction or other litigation, settlements or investigations may affect the timing or occurrence of the proposed transaction or result in significant costs of defense, indemnification and liability; risks relating to the ability to obtain financing for the transaction upon acceptable terms or at all; evolving legal, regulatory and tax regimes; changes in general economic and/or industry specific conditions; global economic repercussions related to U.S. and global inflationary pressures and potential recessionary concerns; the risks that the anticipated tax treatment of the proposed transaction is not obtained; the risk of greater than expected difficulty in separating the business of SpinCo from the other businesses of Eaton; risks related to the disruption of management time from ongoing business operations due to the pendency of the proposed transaction, or other effects of the pendency of the proposed transaction on the relationship of any of the parties to the transaction with their employees, customers, suppliers or other counterparties; and other risk factors detailed from time to time in Dana's reports filed with the Securities and Exchange Commission (the "SEC"), including Dana's annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and other documents filed with the SEC, including documents that will be filed with the SEC in connection with the proposed transaction. The foregoing list of important factors is not exclusive.

Any forward-looking statements speak only as of the date of this communication. Dana does not undertake, and expressly disclaims, any obligation to update any forward-looking statements, whether as a result of new information or development, future events or otherwise, except as required by law.

Readers are cautioned not to place undue reliance on any of these forward-looking statements.

It should also be noted that projected financial information for the combined company is based on management's estimates, assumptions and projections and has not been prepared in conformance with the applicable accounting requirements of Regulation S-X relating to pro forma financial information, and the required pro forma adjustments have not been applied and are not reflected therein. None of this information should be considered in isolation from, or as a substitute for, the historical financial statements of Dana or SpinCo.

Important Information About the Transaction and Where to Find It

In connection with the proposed transaction, SpinCo may file with the SEC an information statement on Form 10 ("Form 10") or a registration statement on Form S-1/S-4 (the "Form S-1/S-4") that constitutes a prospectus with respect to the shares of common stock, par value $0.01 per share, of SpinCo (the "SpinCo shares") to be issued to Eaton shareholders in the proposed exchange offer (the "prospectus/offer to exchange"). Eaton may also file with the SEC a tender offer statement (the "Schedule TO") with respect to the offer by Eaton to exchange all SpinCo shares for ordinary shares, par value $0.01 per share, of Eaton that are validly tendered and not properly withdrawn prior to the expiration of the exchange offer (if any). In addition, SpinCo intends to file with the SEC a registration statement on Form S-4 (the "Form S-4") that will include a proxy statement of Dana and that also constitutes a prospectus of SpinCo with respect to the SpinCo shares to be issued in the proposed merger (the "proxy statement/prospectus"). Each of Eaton, SpinCo and Dana may also file other relevant documents with the SEC regarding the proposed transaction.

This document is not a substitute for the Form 10, Form S-1/S-4, Schedule TO, Form S-4, prospectus/offer to exchange, proxy statement/prospectus or any other document that Eaton, SpinCo or Dana may file with the SEC. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE REGISTRATION STATEMENTS, THE SCHEDULE TO; THE PROSPECTUS/OFFER TO EXCHANGE, THE PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS THAT MAY BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT EATON, DANA, SPINCO AND THE PROPOSED TRANSACTION. Investors and security holders will be able to obtain free copies of the Form 10, Form S-1/S-4, Schedule TO, Form S-4, the prospectus/offer to exchange and the proxy statement/prospectus (if and when available) and other documents containing important information about Eaton, Dana and SpinCo and the proposed transaction, once such documents are filed with the SEC through the website maintained by the SEC at http://www.sec.gov. Copies of the documents filed with, or furnished to, the SEC by Eaton and SpinCo will be available free of charge on Eaton's website at https://www.eaton.com/us/en-us/company/investor-relations.html. Copies of the documents filed with, or furnished to, the SEC by Dana will be available free of charge on Dana's website at https://danaincorporated.gcs-web.com/. The information included on, or accessible through, Eaton or Dana's website is not incorporated by reference into this communication.

Participants in the Solicitation

Eaton, Dana, SpinCo and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information about the directors and executive officers of Eaton, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Eaton's proxy statement for its 2026 Annual General Meeting of Shareholders, which was filed with the SEC on March 13, 2026. Information about the directors and executive officers of Dana, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Dana's proxy statement for its 2026 Annual Meeting of Stockholders, which was filed with the SEC on March 13, 2026. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be contained in the Form S-4 and the proxy statement/prospectus and other relevant materials to be filed with the SEC regarding the proposed transaction when such materials become available. Investors should read the Form 10, Form S-1/S-4, Schedule TO, Form S-4, the prospectus/offer to exchange and the proxy statement/prospectus carefully if and when available before making any voting or investment decisions. You may obtain free copies of these documents from Eaton or Dana using the sources indicated above.

No Offer or Solicitation

This communication is not intended to and shall not constitute an offer to sell or the solicitation of an offer to sell or the solicitation of an offer to buy or exchange any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation, sale or exchange would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act or in a transaction exempt from the registration requirements of the Securities Act.

Note Regarding Use of Non-GAAP Financial Measures

In addition to the financial measures presented in accordance with U.S. generally accepted accounting principles ("U.S. GAAP"), this communication includes certain non-GAAP financial measures (collectively, the "Non-GAAP Measures"), such as adjusted EBITDA, adjusted EBITDA margin, adjusted net income (loss) attributable to the parent company, diluted adjusted EPS, adjusted free cash flow and adjusted free cash flow margin.

Adjusted EBITDA is a non-GAAP financial measure which we have defined as net income (loss) before interest, income taxes, depreciation, amortization, equity grant expense, restructuring expense, non-service cost components of pension and other postretirement benefit costs and other adjustments not related to our core operations (gain/loss on debt extinguishment, pension settlements, divestitures, impairment, etc.). Adjusted EBITDA is a measure of our ability to maintain and continue to invest in our operations and provide shareholder returns. We use adjusted EBITDA in assessing the effectiveness of our business strategies, evaluating and pricing potential acquisitions and as a factor in making incentive compensation decisions. In addition to its use by management, we also believe adjusted EBITDA is a measure widely used by securities analysts, investors and others to evaluate financial performance of our company relative to other Tier 1 automotive suppliers.

Adjusted net income (loss) attributable to the parent company is a non-GAAP financial measure which we have defined as net income (loss) attributable to the parent company, excluding any discrete income tax items, restructuring charges, amortization expense and other adjustments not related to our core operations (as used in adjusted EBITDA), net of any associated income tax effects. This measure is considered useful for purposes of providing investors, analysts and other interested parties with an indicator of ongoing financial performance that provides enhanced comparability to net income (loss) attributable to the parent company reported by other companies. Adjusted net income (loss) attributable to the parent company is neither intended to represent nor be an alternative measure to net income (loss) attributable to the parent company reported in accordance with GAAP.

Diluted adjusted EPS is a non-GAAP financial measure which we have defined as adjusted net income (loss) attributable to the parent company divided by adjusted diluted shares. We define adjusted diluted shares as diluted shares as determined in accordance with GAAP based on adjusted net income (loss) attributable to the parent company. This measure is considered useful for purposes of providing investors, analysts and other interested parties with an indicator of ongoing financial performance that provides enhanced comparability to EPS reported by other companies. Diluted adjusted EPS is neither intended to represent nor be an alternative measure to diluted EPS reported in accordance with GAAP.

Adjusted free cash flow is a non-GAAP financial measure which we have defined as net cash provided by (used in) operating activities less purchases of property, plant and equipment plus proceeds from sale of property, plant and equipment plus cash paid for Off-Highway business divestiture related activities. We believe adjusted free cash flow is useful to investors in evaluating the operational cash flow of the company inclusive of the spending required to maintain the operations. Adjusted free cash flow is not intended to represent nor be an alternative to the measure of net cash provided by (used in) operating activities reported in accordance with GAAP.

These Non-GAAP Measures should not be used in isolation or as a substitute or alternative to results determined in accordance with U.S. GAAP. In addition, Dana's and Eaton's definitions of these Non-GAAP Measures may not be comparable to similarly titled non-GAAP financial measures reported by other companies. A reconciliation of these Non-GAAP Measures to the most directly comparable financial measures calculated and reported in accordance with U.S. GAAP can be found in Dana's filings with the SEC and/or the accompanying financial information, except for financial guidance and other forward-looking information since such a reconciliation is not practicable without unreasonable effort as Dana is unable to reasonably forecast certain amounts that are necessary for such reconciliation. We have not provided a reconciliation of our adjusted EBITDA outlook to the most comparable GAAP measures of net income (loss). Providing net income (loss) guidance is potentially misleading and not practical given the difficulty of projecting event-driven transactional and other non-core operating items that are included in net income (loss), including restructuring actions, asset impairments and certain income tax adjustments. The accompanying reconciliations of these non-GAAP measures with the most comparable GAAP measures for the historical periods presented are indicative of the reconciliations that will be prepared upon completion of the periods covered by the non-GAAP guidance.

About Dana Incorporated

Dana Incorporated (NYSE: DAN) is a global leader in the design and manufacture of highly efficient propulsion solutions for the light- and commercial-vehicle markets. Guided by its vision to be the world's best powertrain company, Dana delivers advanced conventional and clean-energy technologies that help customers improve the performance, efficiency, and durability of their vehicles. The company supplies leading vehicle manufacturers and related aftermarkets with industry-defining drive systems, electrodynamic technologies, and thermal and sealing solutions.

Headquartered in Maumee, Ohio, USA, Dana reported sales of $7.5 billion in 2025. With a history dating to 1904, the company employs 27,000 people in 24 countries across six continents. Learn more at dana.com

DANA INCORPORATED
Consolidated Statement of Operations (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions, except per share amounts)	Three Months Ended June 30, 2026	Three Months Ended June 30, 2025
Net sales	$ 2,010	$ 1,935
Costs and expenses		
Cost of sales	1,800	1,797
Selling, general and administrative expenses	104	99
Amortization of intangibles	1	2
Restructuring charges, net	9	11
Other income (expense), net	(20)	(10)
Earnings from continuing operations before interest and income taxes	76	16
Interest income	4	3
Interest expense	21	44
Earnings (loss) from continuing operations before income taxes	59	(25)
Income tax expense	54	10
Equity in earnings of affiliates	6	23
Net income (loss) from continuing operations	11	(12)
Net income (loss) from discontinued operations	(11)	43
Net income	-	31
Less: Noncontrolling interests net income from continuing operations	5	4
Net income (loss) attributable to the parent company	$ (5)	$ 27
Net income (loss) per share available to common stockholders		
Basic earnings (loss) per share from continuing operations	$ 0.06	$ (0.11)
Basic earnings (loss) per share from discontinued operations	(0.11)	0.30
Basic earnings (loss) per share	$ (0.05)	$ 0.19
Diluted earnings (loss) per share from continuing operations	$ 0.05	$ (0.11)
Diluted earnings (loss) per share from discontinued operations	(0.10)	0.30
Diluted earnings (loss) per share	$ (0.05)	$ 0.19
Weighted-average shares outstanding - Basic	108.1	143.8
Weighted-average shares outstanding - Diluted	109.5	143.8

DANA INCORPORATED
Consolidated Statement of Operations (Unaudited)

For the Six Months Ended June 30, 2026 and 2025

(In millions, except per share amounts)	Six Months Ended June 30, 2026		Six Months Ended June 30, 2025	
Net sales	$	3,878	$	3,716
Costs and expenses				
Cost of sales		3,499		3,460
Selling, general and administrative expenses		206		204
Amortization of intangibles		3		4
Restructuring charges, net		15		13
Other income (expense), net		(60)		(11)
Earnings from continuing operations before interest and income taxes		95		24
Loss on extinguishment of debt		(7)		-
Interest income		10		5
Interest expense		43		83
Earnings (loss) from continuing operations before income taxes		55		(54)
Income tax expense		68		-
Equity in earnings of affiliates		9		25
Net loss from continuing operations		(4)		(29)
Net income from discontinued operations		1,095		90
Net income		1,091		61
Less: Noncontrolling interests net income from continuing operations		9		9
Net income attributable to the parent company	$	1,082	$	52
Net income (loss) per share available to common stockholders				
Basic loss per share from continuing operations	$	(0.12)	$	(0.26)
Basic earnings per share from discontinued operations		10.05		0.62
Basic earnings per share	$	9.93	$	0.36
Diluted loss per share from continuing operations	$	(0.12)	$	(0.26)
Diluted earnings per share from discontinued operations		10.05		0.62
Diluted earnings per share	$	9.93	$	0.36
Weighted-average shares outstanding - Basic		109.0		144.7
Weighted-average shares outstanding - Diluted		109.0		144.7

DANA INCORPORATED
Consolidated Statement of Comprehensive Income (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions)	Three Months Ended June 30, 2026		Three Months Ended June 30, 2025	
Net income (loss) from continuing operations	$	11	$	(12)
Other comprehensive income (loss) from continuing operations, net of tax:				
Currency translation adjustments		21		35
Hedging gains and losses		(2)		23
Other comprehensive income from continuing operations		19		58
Total comprehensive income from continuing operations		30		46
Net income (loss) from discontinued operations		(11)		43
Other comprehensive income (loss) from discontinued operations, net of tax:				
Currency translation adjustments		-		6
Hedging gains and losses		-		1
Other comprehensive income from discontinued operations		-		7
Total comprehensive income (loss) from discontinued operations		(11)		50
Total comprehensive income		19		96
Less: Comprehensive income from continuing operations attributable to noncontrolling interests		(5)		(6)
Comprehensive income attributable to the parent company	$	14	$	90

DANA INCORPORATED
Consolidated Statement of Comprehensive Income (Unaudited)
For the Six Months Ended June 30, 2026 and 2025

(In millions)	Six Months Ended June 30, 2026	Six Months Ended June 30, 2025

Net loss from continuing operations	$ (4)	$ (29)
Other comprehensive income (loss) from continuing operations, net of tax:		
Currency translation adjustments	23	47
Hedging gains and losses	(6)	41
Defined benefit plans	(1)	-
Other comprehensive income from continuing operations	16	88
Total comprehensive income from continuing operations	12	59
Net income from discontinued operations	1,095	90
Other comprehensive income (loss) from discontinued operations, net of tax:		
Currency translation adjustments	179	8
Hedging gains and losses	-	1
Other comprehensive income from discontinued operations	179	9
Total comprehensive income from discontinued operations	1,274	99
Total comprehensive income	1,286	158
Less: Comprehensive income from continuing operations attributable to noncontrolling interests	(9)	(11)
Comprehensive income attributable to the parent company	$ 1,277	$ 147

DANA INCORPORATED
Consolidated Balance Sheet (Unaudited)
As of June 30, 2026 and December 31, 2025

(In millions, except share and per share amounts)	June 30, 2026	December 31, 2025
Assets		
Current assets		
Cash and cash equivalents	$ 331	$ 469
Accounts receivable		
Trade, less allowance for doubtful accounts of $12 in 2026 and $15 in 2025	1,287	987
Other	286	254
Inventories	980	1,015
Other current assets	285	114
Current assets of disposal group held for sale	36	1,029
Total current assets	3,205	3,868
Intangibles	58	71
Deferred tax assets	495	534
Other noncurrent assets	114	102
Investments in affiliates	112	102
Operating lease assets	166	305
Property, plant and equipment, net	1,942	1,872
Noncurrent assets of disposal group held for sale	21	954
Total assets	$ 6,113	$ 7,808
Liabilities and equity		
Current liabilities		
Short-term debt	$ -	$ 615
Current portion of long-term debt	27	30
Accounts payable	1,301	1,154
Accrued payroll and employee benefits	170	210
Taxes on income	78	75
Current portion of operating lease liabilities	34	41
Other accrued liabilities	532	495
Current liabilities of disposal group held for sale	14	688
Total current liabilities	2,156	3,308
Long-term debt, less debt issuance costs of $8 in 2026 and $16 in 2025	1,317	2,566
Noncurrent operating lease liabilities	125	266
Pension and postretirement obligations	241	249
Other noncurrent liabilities	291	337
Noncurrent liabilities of disposal group held for sale	-	183
Total liabilities	4,130	6,909
Commitments and contingencies		
Parent company stockholders' equity		
Preferred stock, 50,000,000 shares authorized, $0.01 par value, no shares outstanding	-	-
Common stock, 450,000,000 shares authorized, $0.01 par value, 107,576,158 and 112,284,138 shares outstanding	1	1
Additional paid-in capital	1,518	1,671
Retained earnings	1,290	235
Treasury stock, at cost (2,508,917 and 1,944,700 shares)	(52)	(35)

Accumulated other comprehensive loss	(837)	(1,032)
Total parent company stockholders' equity	1,920	840
Noncontrolling interests	63	59
Total equity	1,983	899
Total liabilities and equity	$ 6,113	$ 7,808

DANA INCORPORATED
Consolidated Statement of Cash Flows (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions)	Three Months Ended June 30, 2026	2025
Operating activities		
Net income	$ -	$ 31
Less: Net income (loss) from discontinued operations	(11)	43
Net income (loss) from continuing operations	11	(12)
Depreciation	82	89
Amortization	2	3
Amortization of deferred financings charges	10	2
Earnings of affiliates, net of dividends received	(5)	(23)
Stock compensation expense	8	10
Deferred income taxes	19	(8)
Pension expense, net	1	1
Change in working capital	31	216
Change in other noncurrent assets and liabilities	(34)	(10)
Loss on divestiture of ownership interests	-	7
Noncash electric vehicle program termination charges	7	-
Other, net	(8)	59
Net cash provided by operating activities from continuing operations	124	334
Net cash used in operating activities from discontinued operations	(15)	(302)
Net cash provided by operating activities	109	32
Investing activities		
Purchases of property, plant and equipment	(142)	(37)
Proceeds from sale of property, plant and equipment	1	-
Proceeds from sales of investments	1	57
Settlements of undesignated derivatives	(2)	(4)
Other, net	(1)	3
Net cash provided by (used in) investing activities from continuing operations	(143)	19
Net cash used in investing activities from discontinued operations	(35)	(14)
Net cash provided by (used in) investing activities	(178)	5
Financing activities		
Net change in short-term debt	(3)	401
Repayment of long-term debt	(8)	(206)
Dividends paid to common stockholders	(13)	(14)
Repurchases of common stock	(44)	(257)
Distributions to noncontrolling interests	(1)	(2)
Swap settlements	-	(8)
Other, net	(7)	(8)
Net cash used in financing activities	(76)	(94)
Net decrease in cash, cash equivalents and restricted cash	(145)	(57)
Cash, cash equivalents and restricted cash − beginning of period	492	523
Effect of exchange rate changes on cash balances	2	35
Cash, cash equivalents and restricted cash − end of period	$ 349	$ 501

DANA INCORPORATED
Consolidated Statement of Cash Flows (Unaudited)
For the Six Months Ended June 30, 2026 and 2025

(In millions)	Six Months Ended June 30, 2026	2025
Operating activities		
Net income	$ 1,091	$ 61
Less: Net income from discontinued operations	1,095	90

Net loss from continuing operations	(4)	(29)
Depreciation	166	171
Amortization	5	6
Amortization of deferred financings charges	2	3
Earnings of affiliates, net of dividends received	(8)	(25)
Stock compensation expense	19	23
Deferred income taxes	30	(26)
Pension expense, net	(4)	-
Change in working capital	(221)	(202)
Change in other noncurrent assets and liabilities	(23)	(13)
Loss on divestiture of ownership interests	8	7
Noncash electric vehicle program termination charges	59	-
Other, net	(39)	54
Net cash used in operating activities from continuing operations	(10)	(31)
Net cash provided by (used in) operating activities from discontinued operations	(76)	26
Net cash used in operating activities	(86)	(5)
Investing activities		
Purchases of property, plant and equipment	(204)	(104)
Proceeds from sale of property, plant and equipment	2	11
Proceeds from sales of investments	1	57
Settlements of undesignated derivatives	(6)	(6)
Other, net	-	4
Net cash used in investing activities from continuing operations	(207)	(38)
Net cash provided by (used) in investing activities from discontinued operations	2,528	(22)
Net cash provided by (used in) investing activities	2,321	(60)
Financing activities		
Net change in short-term debt	(618)	522
Repayment of long-term debt	(1,338)	(210)
Dividends paid to common stockholders	(26)	(29)
Repurchases of common stock	(169)	(257)
Distributions to noncontrolling interests	(2)	(3)
Payment for mandatorily redeemable noncontrolling interest	(190)	-
Swap settlements	-	(14)
Other, net	(25)	(8)
Net cash provided by (used in) financing activities	(2,368)	1
Net decrease in cash, cash equivalents and restricted cash	(133)	(64)
Cash, cash equivalents and restricted cash − beginning of period	486	512
Effect of exchange rate changes on cash balances	(4)	53
Cash, cash equivalents and restricted cash − end of period	$ 349	$ 501

DANA INCORPORATED
Reconciliation of Net Cash Provided by (Used In) Operating Activities to Adjusted Free Cash Flow (Unaudited)

(In millions)	Three Months Ended June 30, 2026	Three Months Ended June 30, 2025
Net cash provided by operating activities	$ 109	$ 32
Purchases of property, plant and equipment - Continuing operations	(142)	(37)
Purchases of property, plant and equipment - Discontinued operations	(1)	(14)
Proceeds from sale of property, plant and equipment - Continuing operations	1	-
Cash paid for purchase of leased facilities	88	-
Cash paid for Off-Highway business divestiture related activities	13	12
Adjusted free cash flow	$ 68	$ (7)

(In millions)	Six Months Ended June 30, 2026	Six Months Ended June 30, 2025
Net cash used in operating activities	$ (86)	$ (5)
Purchases of property, plant and equipment - Continuing operations	(204)	(104)
Purchases of property, plant and equipment - Discontinued operations	(1)	(22)
Proceeds from sale of property, plant and equipment - Continuing operations	2	11
Cash paid for purchase of leased facilities	88	-
Cash paid for Off-Highway business divestiture related activities	74	12
Adjusted free cash flow	$ (127)	$ (108)

DANA INCORPORATED
Segment Sales and Adjusted EBITDA (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions)	Three Months Ended June 30, 2026	2025
Sales		
Light Vehicle	$ 1,379	$ 1,335
Commercial Vehicle	631	600
Total Sales	$ 2,010	$ 1,935
Adjusted EBITDA		
Light Vehicle	$ 143	$ 112
Commercial Vehicle	68	47
Corporate expense and other items, net	(4)	(12)
Adjusted EBITDA	$ 207	$ 147

DANA INCORPORATED
Segment Sales and Adjusted EBITDA (Unaudited)
For the Six Months Ended June 30, 2026 and 2025

(In millions)	Six Months Ended June 30, 2026	2025
Sales		
Light Vehicle	$ 2,648	$ 2,548
Commercial Vehicle	1,230	1,168
Total Sales	$ 3,878	$ 3,716
Adjusted EBITDA		
Light Vehicle	$ 255	$ 180
Commercial Vehicle	131	88
Corporate expense and other items, net	(8)	(28)
Adjusted EBITDA	$ 378	$ 240

DANA INCORPORATED
Reconciliation of Earnings (Loss) From Continuing Operations Before Income Taxes to Adjusted EBITDA (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions)	Three Months Ended June 30, 2026	2025
Earnings (loss) from continuing operations before income taxes	$ 59	$ (25)
Adjustments related to continuing operations		
Interest income	(4)	(3)
Interest expense	21	44
Depreciation	82	89
Amortization	2	3
Non-service cost components of pension and OPEB costs	3	2
Restructuring charges, net	9	11
Stock compensation expense	8	10
Strategic transaction expenses	19	5
Amounts attributable to previously closed/divested operations	1	-
Distressed supplier costs	2	-
Loss on divestiture of ownership interests	-	7
Electric vehicle program termination charges	8	-
Foreign exchange gain on unhedged intercompany loans	(2)	-
Other items	(1)	4
Adjusted EBITDA	$ 207	$ 147

DANA INCORPORATED
Reconciliation of Earnings (Loss) From Continuing Operations Before Income Taxes to Adjusted EBITDA (Unaudited)
For the Six Months Ended June 30, 2026 and 2025

(In millions)	Six Months Ended June 30, 2026	2025
Earnings (loss) from continuing operations before income taxes	$ 55	$ (54)
Adjustments related to continuing operations		
Loss on extinguishment of debt	7	-
Interest income	(10)	(5)
Interest expense	43	83
Depreciation	166	171
Amortization	5	6
Non-service cost components of pension and OPEB costs	4	4
Restructuring charges, net	15	13
Stock compensation expense	19	23
Strategic transaction expenses	20	6
Gain on sale of property, plant and equipment	-	(1)
Supplier capacity charge adjustment	-	(19)
Amounts attributable to previously closed/divested operations	1	-
Distressed supplier costs	2	-
Loss on divestiture of ownership interests	8	7
Electric vehicle program termination charges	64	-
Foreign exchange gain on unhedged intercompany loans	(23)	-
Other items	2	6
Adjusted EBITDA	$ 378	$ 240

DANA INCORPORATED
Reconciliation of Net Income (Loss) Attributable to the Parent Company to Adjusted Net Income Attributable to the Parent Company and Diluted Adjusted EPS (Unaudited)
For the Three Months Ended June 30, 2026 and 2025

(In millions, except per share amounts)

	Three Months Ended June 30, 2026	2025
Net income (loss) attributable to the parent company	$ (5)	$ 27
Items impacting income before income taxes:		
Amortization	2	3
Restructuring charges, net	9	11
Strategic transaction expenses	19	5
Loss on divestiture of ownership interests	-	7
Electric vehicle program termination charges	8	-
Amounts attributable to previously closed/divested operation	1	-
Distressed supplier costs	2	-
Foreign exchange gain on unhedged intercompany loans	(2)	-
Net (income) loss from discontinued operations	11	(43)
Other items	1	-
Items impacting income taxes:		
Net income tax benefit on items above	(25)	(11)
Income tax expense attributable to various discrete tax matters	-	5
Adjusted net income attributable to the parent company	$ 21	$ 4
Diluted shares - as reported	109.5	143.8
Adjusted diluted shares	109.5	145.6
Diluted adjusted EPS	$ 0.19	$ 0.03

DANA INCORPORATED
Reconciliation of Net Income Attributable to the Parent Company to Adjusted Net Income (Loss) Attributable to the Parent Company and Diluted Adjusted EPS (Unaudited)
For the Six Months Ended June 30, 2026 and 2025

(In millions, except per share amounts)

	Six Months Ended June 30, 2026	2025
Net income attributable to the parent company	$ 1,082	$ 52
Items impacting income before income taxes:		

Amortization	5	6
Restructuring charges, net	15	13
Strategic transaction expenses	20	6
Supplier capacity commitment charge adjustment	-	(19)
Loss on divestiture of ownership interests	8	7
Electric vehicle program termination charges	64	-
Loss on extinguishment of debt	7	-
Amounts attributable to previously closed/divested operation	1	-
Distressed supplier costs	2	-
Foreign exchange gain on unhedged intercompany loans	(23)	-
Net income from discontinued operations	(1,095)	(90)
Other items	1	-
Items impacting income taxes:		
Net income tax benefit on items above	(62)	(5)
Income tax expense (benefit) attributable to various discrete tax matters	12	(5)
Adjusted net income (loss) attributable to the parent company	$ 37	$ (35)
Diluted shares - as reported	109.0	144.7
Adjusted diluted shares	110.3	144.7
Diluted adjusted EPS	$ 0.34	$ (0.24)

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