



DANA INCORPORATED  
C/O BROADRIDGE CORPORATE ISSUER SOLUTIONS  
P.O. BOX 1342  
BRENTWOOD, NY 11717



**SCAN TO  
VIEW MATERIALS & VOTE**



**VOTE BY INTERNET**

*Before The Meeting* - Go to [www.proxyvote.com](http://www.proxyvote.com) or scan the QR Barcode above

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time on April 25, 2023. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

*During The Meeting* - Go to [www.virtualshareholdermeeting.com/DAN2023](http://www.virtualshareholdermeeting.com/DAN2023)

You may attend the meeting via the Internet and vote during the meeting. Have the information that is printed in the box marked by the arrow available and follow the instructions.

**VOTE BY PHONE - 1-800-690-6903**

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time on April 25, 2023. Have your proxy card in hand when you call and then follow the instructions.

**VOTE BY MAIL**

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

V00579-P86220

KEEP THIS PORTION FOR YOUR RECORDS  
DETACH AND RETURN THIS PORTION ONLY

**THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.**

**DANA INCORPORATED**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ALL OF THE NOMINEES FOR DIRECTOR IN PROPOSAL 1, FOR PROPOSALS 2 AND 4, AGAINST PROPOSAL 5 AND 1 YEAR FOR PROPOSAL 3.**

**For All** **Withhold All** **For All Except**

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To withhold authority to vote for any individual nominee(s), mark "For All Except" and write the number(s) of the nominee(s) on the line below.

**1. Election of directors:**

01) Ernesto M. Hernández	06) Bridget E. Karlin
02) Gary Hu	07) Michael J. Mack, Jr.
03) Brett M. Icahn	08) R. Bruce McDonald
04) James K. Kamsickas	09) Diarmuid B. O'Connell
05) Virginia A. Kamsky	10) Keith E. Wandell

**For Against Abstain**

**2. Approval of a non-binding advisory proposal approving executive compensation.**

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**1 Year 2 Years 3 Years Abstain**

**3. Approval of a non-binding advisory vote on the frequency of the advisory vote to approve executive compensation.**

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**For Against Abstain**

**4. Ratification of the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm.**

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**5. Shareholder proposal to require an independent Board Chairman.**

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Please sign exactly as your name(s) appear(s) on Proxy. If held in joint tenancy, all persons should sign. Trustees, administrators, etc., should include title and authority. Corporations should provide the full name of the corporation and title of the authorized officer signing the Proxy.

Signature [PLEASE SIGN WITHIN BOX] Date

Signature (Joint Owners) Date



**DANA INCORPORATED**  
**2023 ANNUAL MEETING OF SHAREHOLDERS**

**Wednesday, April 26, 2023**  
**8:30 a.m., Eastern Time**

**Online at [www.virtualshareholdermeeting.com/DAN2023](http://www.virtualshareholdermeeting.com/DAN2023)**

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:**

The Notice & Proxy Statement and 10K Wrap are available at [www.proxyvote.com](http://www.proxyvote.com)

**The Annual Meeting of Shareholders will be conducted in a virtual format and there will be no physical location for shareholders to attend.** If you plan to participate in the Annual Meeting of Shareholders, you will be able to listen, vote, and submit questions from your home or from any remote location that has Internet connectivity. **Shareholders may only participate online by logging in at [www.virtualshareholdermeeting.com/DAN2023](http://www.virtualshareholdermeeting.com/DAN2023).**

V00580-P86220



**Dana Incorporated**  
**3939 Technology Drive**  
**Maumee, OH 43537**

**proxy**

**This Proxy is Solicited on Behalf of the Board of Directors.**

The undersigned appoints Douglas H. Liedberg and Joseph H. Heckendorn or either of them, as Proxies, each with the power to appoint his substitute, as the case may be, and authorizes them to represent and vote, as designated on the reverse side, all the shares of common stock of Dana Incorporated held of record by the undersigned on February 27, 2023, at the Annual Meeting of Shareholders to be held on April 26, 2023, and at any adjournments or postponements of the meeting. In their discretion, the Proxies are authorized to vote for the election of a person to the Board of Directors if any nominee named becomes unable to serve or for good cause will not serve, upon all matters incident to the conduct of the meeting, and upon any other business that may properly come before the meeting.

**IN THEIR DISCRETION, PROXIES ARE AUTHORIZED TO VOTE FOR THE ELECTION OF A PERSON TO THE BOARD OF DIRECTORS IF ANY NOMINEE NAMED BECOMES UNABLE TO SERVE OR FOR GOOD CAUSE WILL NOT SERVE, UPON ALL MATTERS INCIDENT TO THE CONDUCT OF THE MEETING, AND UPON SUCH OTHER BUSINESS AS MAY PROPERLY BE BROUGHT BEFORE THE MEETING. WHEN PROPERLY EXECUTED, THIS PROXY WILL BE VOTED IN THE MANNER SPECIFIED BY THE UNDERSIGNED SHAREHOLDER. IF NO INSTRUCTIONS ARE SPECIFIED, THIS PROXY WILL BE VOTED FOR PROPOSALS 1, 2 AND 4, AGAINST PROPOSAL 5 AND 1 YEAR FOR PROPOSAL 3.**