

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Liedberg Douglas H</u>			2. Issuer Name and Ticker or Trading Symbol <u>DANA INC [ DAN ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>SVP, General Counsel and Secty</u>
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2023</u>		
(Street) <u>3939 TECHNOLOGY DRIVE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)		
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01	02/15/2023		M		8,682	A	\$0.0000	87,653	D	
Common Stock, par value \$0.01	02/15/2023		M		3,345	A	\$0.0000	90,998	D	
Common Stock, par value \$0.01	02/15/2023		M		290	A	\$0.0000	91,288	D	
Common Stock, par value \$0.01	02/15/2023		F		5,463 <sup>(1)</sup>	D	\$18.79	85,825	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units <sup>(2)</sup>	(3)	02/14/2023		A		32,362		02/14/2024 <sup>(4)</sup>	(4)	Common Stock, par value \$0.01	32,362	\$0.0000	32,362	D	
Dividend Equivalent Rights	(5)	02/15/2023		M		290		(5)	(5)	Common Stock, par value \$0.01	290	\$0.0000	810	D	
Restricted Stock Units	(3)	02/15/2023		M		3,345		02/15/2023 <sup>(6)</sup>	(6)	Common Stock, par value \$0.01	3,345	\$0.0000	28,880	D	
Restricted Stock Units	(3)	02/15/2023		M		8,682		02/15/2023 <sup>(4)</sup>	(4)	Common Stock, par value \$0.01	8,682	\$0.0000	20,198	D	

**Explanation of Responses:**

- Represents the total number of shares of common stock withheld for the Reporting Person's tax obligation.
- Restricted stock units granted pursuant to the Dana Incorporated 2021 Omnibus Incentive Plan.
- Each restricted stock unit granted represents the right to receive one share of Dana common stock or, at the election of Dana, cash equal to the market value per share. Each restricted stock unit contains dividend equivalent rights.
- Restricted stock units granted vest in three (3) equal annual installments beginning on the first anniversary date of the grant.
- Dividend equivalent rights accrued on previously granted restricted stock units and become exercisable proportionately with the restricted stock units to which they relate, which have vested.
- Restricted stock units granted vest in two (2) equal annual installments beginning on the first anniversary date of the grant.

/s/ Laura L. Aossey on behalf of 02/16/2023  
Douglas H. Liedberg

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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