SEC Form 4	
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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

## 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

1. Name and Add	1 0	Person*		er Name <b>and</b> Ticker	0.	rmbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Mack Mich	<u>aei J</u>			L	1		X	Director	10% 0	Dwner		
(Last) 3939 TECHNO	(First) OLOGY DRIV	(Middle) E	3. Date 02/10/	of Earliest Transac 2021	tion (Month/D	ay/Year)		Officer (give title below)	Other below	(specify )		
			4. If Am	endment, Date of (	Driginal Filed	Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)							Line)					
MAUMEE	ОН	43537					X	Form filed by One	e Reporting Pers	on		
		10007						Form filed by Mor Person	e than One Rep	orting		
(City)	(State)	(Zip)										
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Securi	ty (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)	6. Ownership	7. Nature of				

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code ( 8)		Disposed Of (	D) (Instr.	3, 4 and 5)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock, par value \$0.01	02/11/2021		М		8,312	Α	\$22.51	19,892	D		
Common Stock, par value \$0.01	02/11/2021		М		140	Α	\$22.51	20,032	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. Transa Code ( 8)		5. Num Deriva Securi Acquin or Disp of (D) 3, 4 an	tive ties red (A) posed (Instr.	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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units <sup>(1)</sup>	(2)	02/10/2021		A		5,877		02/10/2022 <sup>(3)</sup>	(3)	Common Stock, par value \$0.01	5,877	\$0.0000	5,877	D	
Dividend Equivalent Rights	(4)	02/11/2021		М			140	(4)	(4)	Common Stock, par value \$0.01	140	\$0.0000	0.0000	D	
Restricted Stock Units <sup>(1)</sup>	(2)	02/11/2021		М			8,312	02/11/2021 <sup>(3)</sup>	(3)	Common Stock, par value \$0.01	8,312	\$0.0000	0.0000	D	

Explanation of Responses:

1. Restricted stock units granted pursuant to the Dana Incorporated 2017 Omnibus Incentive Plan.

2. 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.

3. Restricted stock units granted vest in full on the first anniversary date of the grant.

4. 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.

## <u>/s/ Laura L. Aossey on behalf of</u> <u>Michael J. Mack, Jr.</u>

\*\* 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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