FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | S IN BENEFIC | IAL OWNER | SHIP |
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| OMB APPROVAL | | | | | | | | |
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| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average b | ourden | | | | | | | |

0.5

hours per response:

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

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 Address of Reporting Person* Wallace Mark E | | | | 2. Issuer Name and Ticker or Trading Symbol DANA INC [DAN] | | | | | | | | 5. Relationship of Reporting I (Check all applicable) Director | | | | 10% Owner | | |
|--|---|--|---|--|--|---|-----------------|--|---|-----------------|--|--|---|--------|--|---|-----------------|---------------------------------------|
| (Last) (First) (Middle) 3939 TECHNOLOGY DRIVE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/24/2017 | | | | | | | | X Officer (give title Other (specify below) EVP & Pres Comm Veh Drive Tech | | | | | |
| (Street) MAUMEE OH 43537 | | | | 4 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (Si | - | (Zip) |) Oprivestiv | tive Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transar Date | | | Transactio | ction 2A. Deemed Execution Date, | | 3. Transa Code (| ction Instr. | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, | | red (A) o | or 5. Amo 4 and Securit Benefic Owned Reporte | | unt of 6. O Form (D) (I) (I) (I) (I) (I) (I) (I) (I) (I) (I | | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | ve Securities Acquired, Disposed of, or Beneficits, calls, warrants, options, convertible securitie | | | | | eficial | ially Owned | | | | | | |
| 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) | Cod | nsaction e (Instr | n of Ex | | Expiration | 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 derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Ownership Form: | Beneficial Ownership (Instr. 4) |
| | | | | Cod | e V | (A) | (D) | Date Exercisabl | | piration ate | Title | Amoun or Numbe of Shares | | | | | | |
| Dividend Equivalent Rights | (1) | 03/24/2017 | | A | | 371 | | (1) | | (1) | Common Stock, par value \$0.01 | 371 | \$(| 0.0000 | 1,885 | | D | |

Explanation of Responses:

1. Dividend equivalent rights accrued on previously granted restricted stock units and become exercisable proportionately with the restricted stock units to which they relate. Each dividend equivalent right is the economic equivalent of one share of Dana common stock.

/s/ Robert W. Spencer, Jr. on behalf of Mark E. Wallace

03/27/2017

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.