



Dana Incorporated
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Safe Harbor Statement

Certain statements and projections contained in this presentation are, by their nature, forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on our current expectations, estimates and projections about our industry and business, management's beliefs, and certain assumptions made by us, all of which are subject to change. Forward-looking statements can often be identified by words such as "anticipates," "expects," "intends," "plans," "predicts," "believes," "seeks," "estimates," "may," "will," "should," "would," "could," "potential," "continue," "ongoing," similar expressions, and variations or negatives of these words. These forward-looking statements are not guarantees of future results and are subject to risks, uncertainties and assumptions that could cause our actual results to differ materially and adversely from those expressed in any forward-looking statement. Dana's Annual Report on Form 10-K, subsequent Quarterly Reports on Form 10-Q, recent Current Reports on Form 8-K, and other Securities and Exchange Commission filings discuss important risk factors that could affect our business, results of operations and financial condition. The forward-looking statements in this presentation speak only as of this date. Dana does not undertake any obligation to revise or update publicly any forward-looking statement for any reason.





Snapshot

➤ Founded in 1904



~29,000 people



16 Technical Centers

Over 100 major facilities
34 countries on 6 continents
With customers in 130+ countries



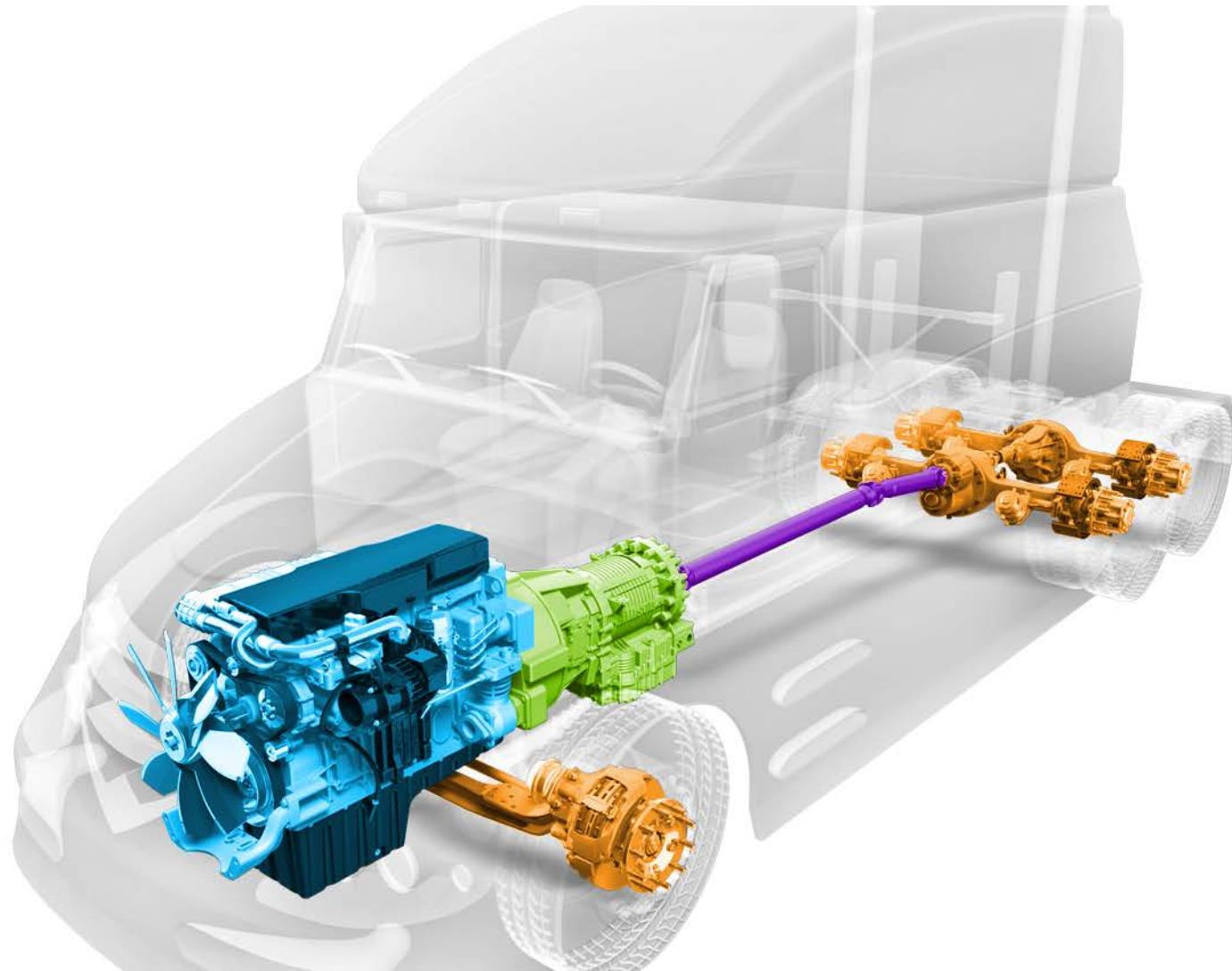
Based in Maumee, Ohio

Forbes | 2016
AMERICA'S MOST TRUSTWORTHY COMPANIES

June LTM sales: \$6.4 billion



Product Overview



Engine

- Seals & Gaskets
- Battery Cooling
- Electronics Cooling
- Engine Cooling
- Hydraulic Hybrid

Driveshaft

- Aluminum Driveshafts
- Steel Driveshafts
- Industrial Driveshafts
- Universal Joints

Motion

- Hydraulics & Controls
- Industrial Gearboxes
- Winches

Transmission

- Sealing & Cooling
- Active Warm Up
- Planetary Continuously Variable Transmissions
- Hydrostatic/Hydrodynamic/Powersplit Transmissions

Axles

- Drive Axles
- Steer Axles
- AWD System
- Disconnect System
- Differential Seals
- Electric Axles
- Planetary Hub Drives



End Markets and Customers



Light Vehicles



Commercial Vehicles

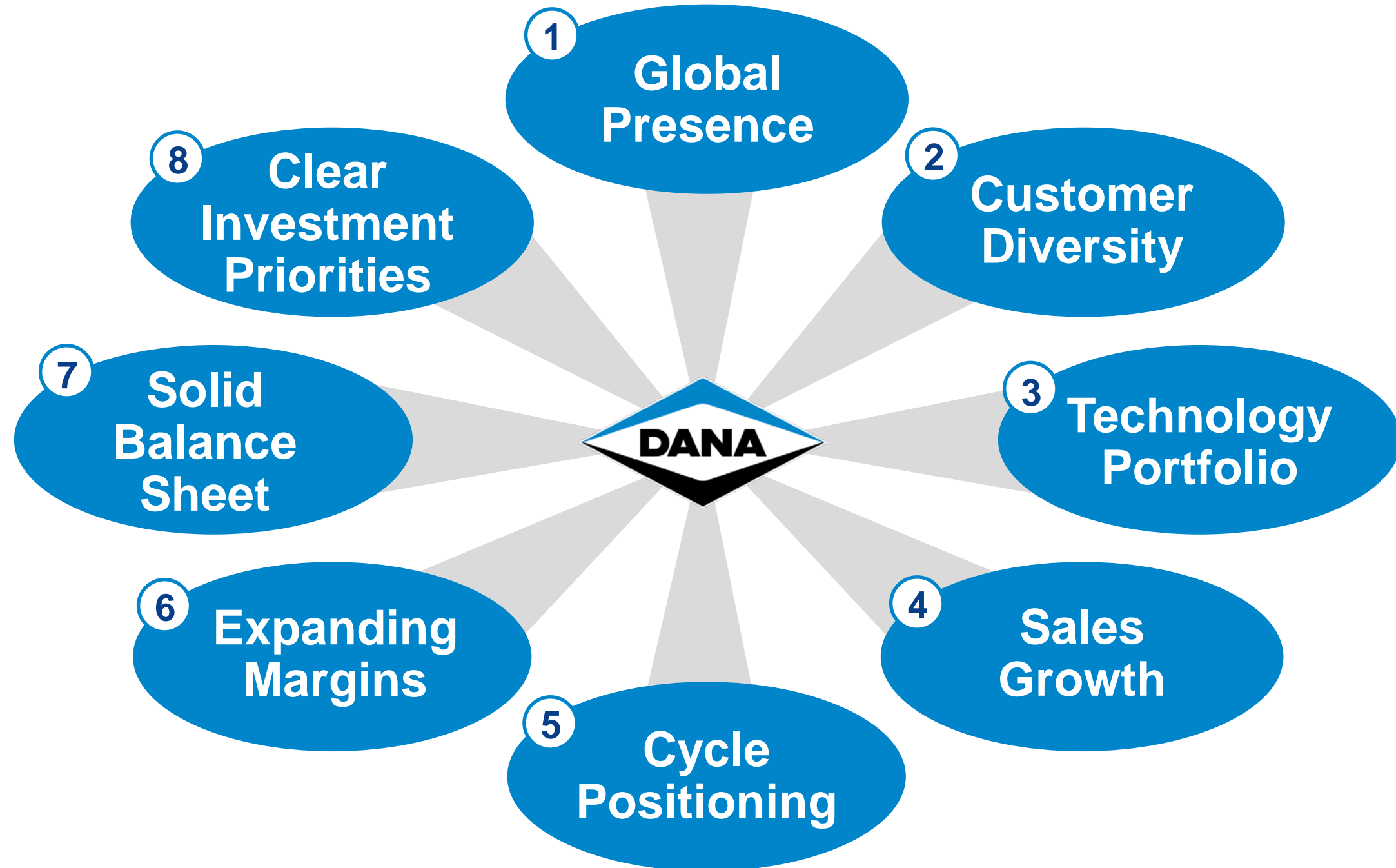


Off-Highway





Investment Highlights



Market Overview



North America

- » North American economic growth stable
- » Light-truck production volume is expected to be flat in 2017
- » Class 8 truck production expected to be range of 220-240K units in 2017
- » Continued steady improvements in construction and mining end markets



South America

- » Brazilian economic recovery tempered due to political uncertainty
- » Strong agriculture exports and decreased government spending in Brazil
- » Brazil medium/heavy-truck production has increased 15% YTD; bus production stabilizing
- » Argentinian economy now expected to grow by 2% in 2017



Europe

- » Eurozone economic growth expected to be ~2% in 2017
- » Euro has strengthened against the U.S. dollar
- » Commercial-vehicle market expected to grow by 2%
- » Off-Highway end-markets moderately stronger; optimism returning to mining sector



Asia Pacific

- » Strong economic growth expected in India, driven primarily by consumer spending and continued economic reforms
- » Chinese economic growth remains stable
- » Single-digit growth expected in light-truck market
- » Continued moderate growth in Australian mining market



Business Overview



Light Vehicle Driveline

- » Healthy sales volumes in light-truck platforms
 - Vehicle inventories in North America remain low
- » Light-truck volume in Argentina expected to be flat
 - Key Dana program Toyota Hilux remains strong
- » Jeep® Wrangler launch readiness proceeding as planned across multiple Dana facilities
- » Thailand light-truck production remains strong, +10% vs 2016



Off-Highway Drive and Motion

- » Demand beginning to improve in mining end markets
- » Favorable product mix continues as construction end-markets remain healthy
- » Dana/Brevini customer cross-selling accelerating with new business wins
- » Brevini synergy plan yielding results



Commercial Vehicle Driveline

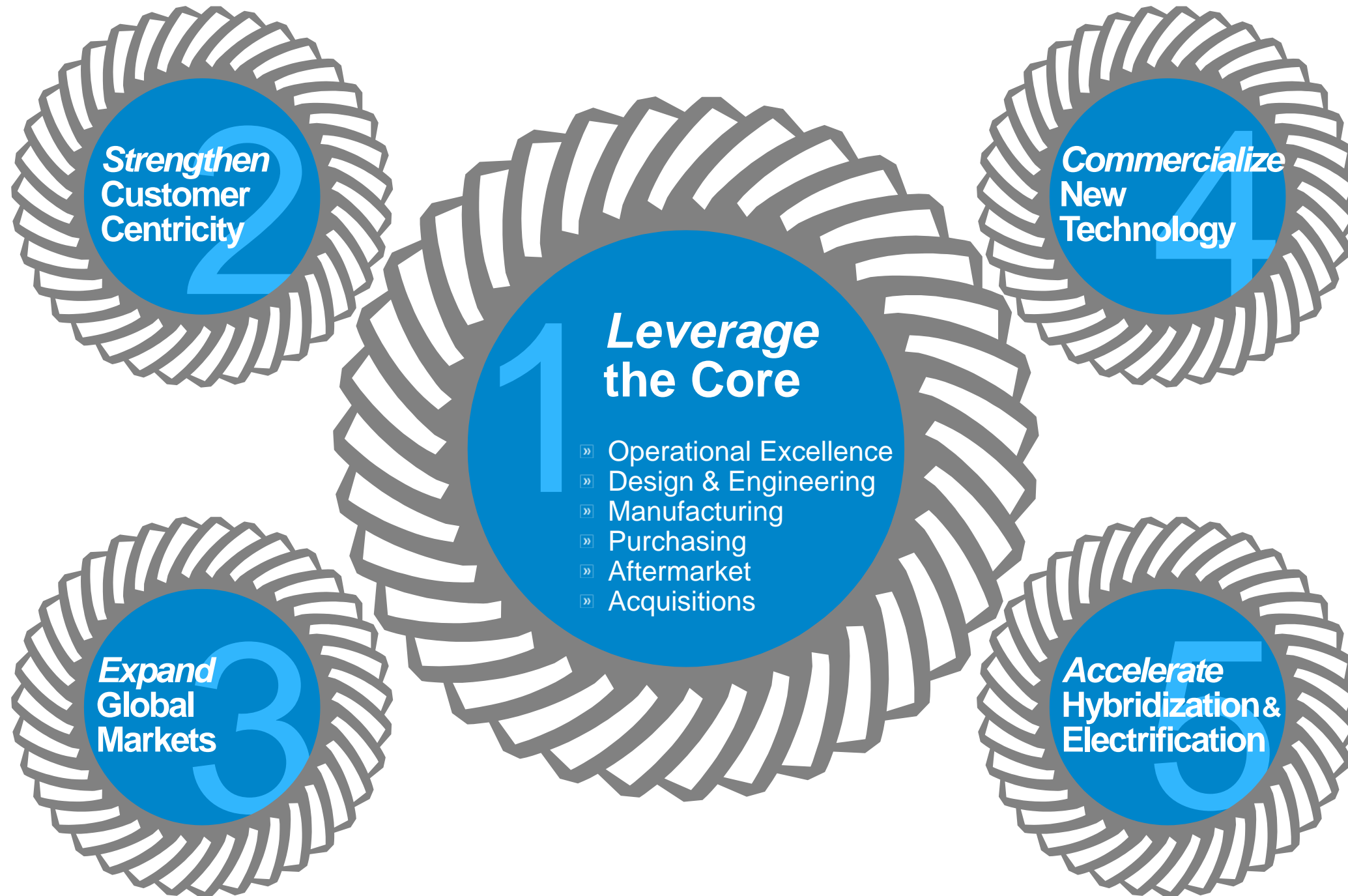
- » Continued strong demand for specialty and medium-duty trucks in North America
- » Class 8 market showing resilience; Dana share in North America remains stable
- » Five Dana manufacturing facilities recognized with PACCAR quality award



Power Technologies

- » Demand for light trucks driving favorable product mix
- » Sales benefiting from currency as the euro strengthens against the U.S. dollar
- » Six Dana manufacturing facilities recognized with GM supplier award

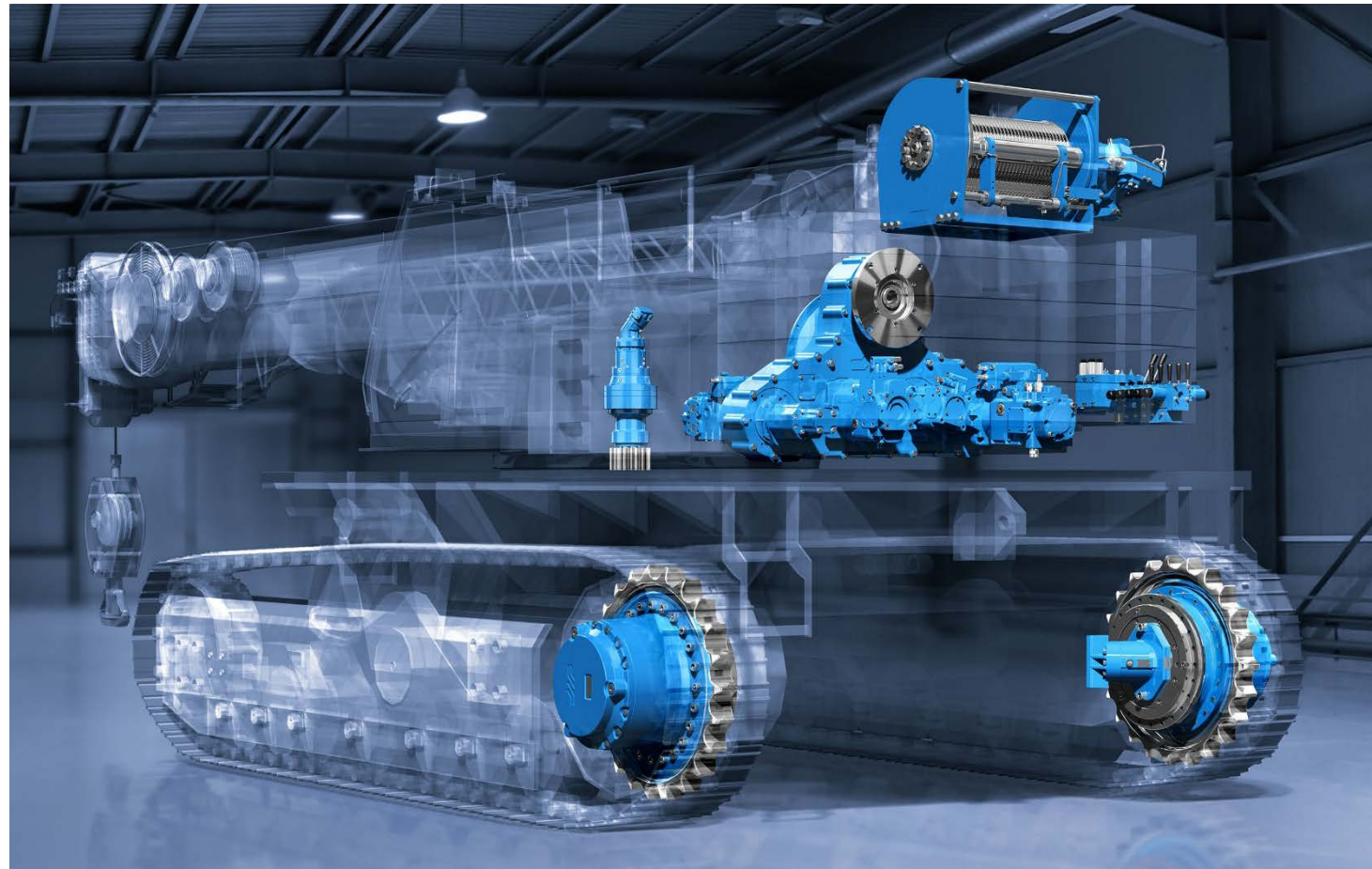




Brevini Acquisition



Brevini Crane Applications



- » Realizing benefits of increased sharing of core capabilities across the enterprise
- » \$30 million cost synergy opportunity
- » Expanded systems capabilities
- » Cross selling of Brevini products
- » Doubling our addressable market through entering the tracked vehicle segment with planetary hub drives



Customer Recognition



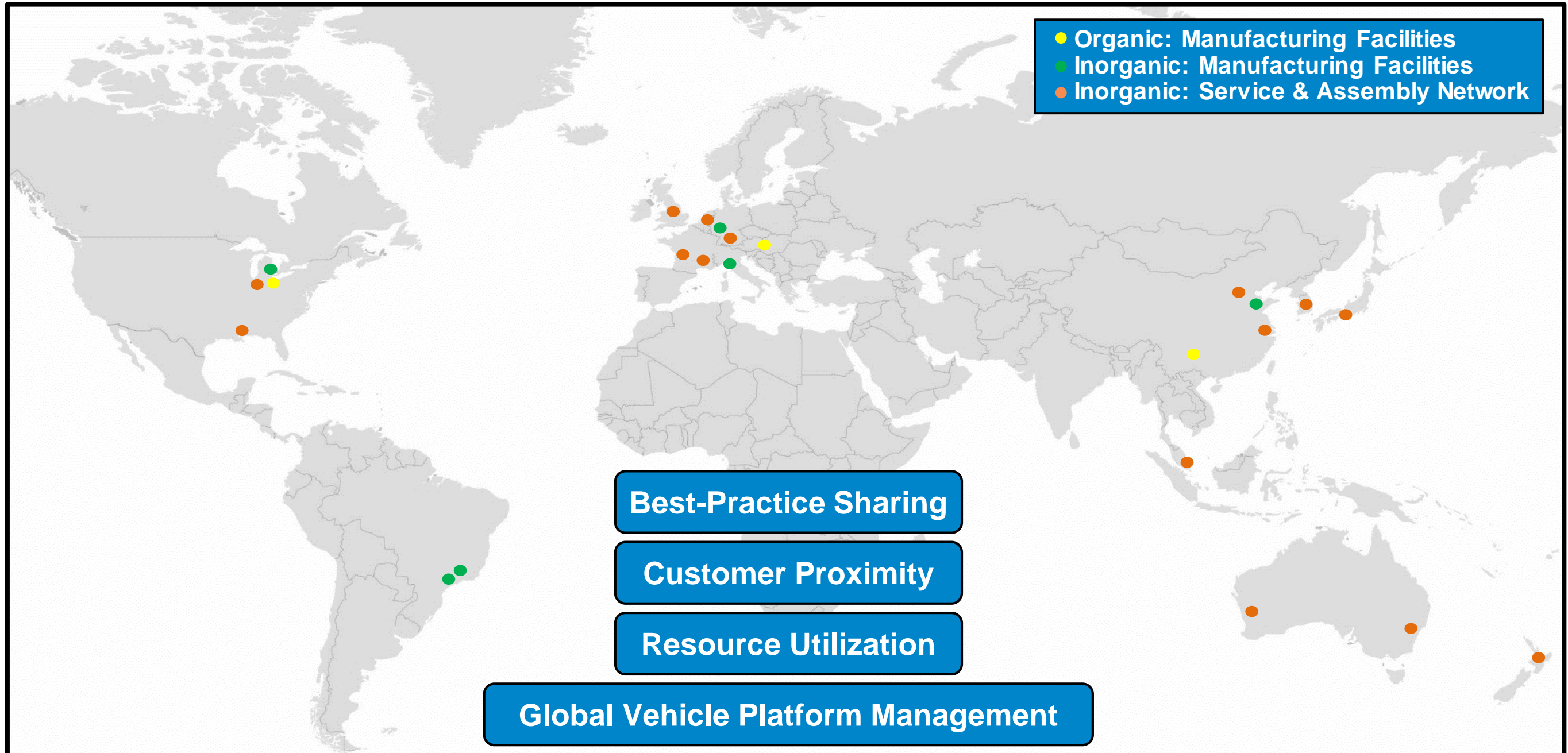
Select Flagship Programs



- » 27 recognition awards so far this year
- » Entrusted with the most prominent and highly visible flagship vehicle programs
- » Demonstrated ability to support complex global programs with multiple customers



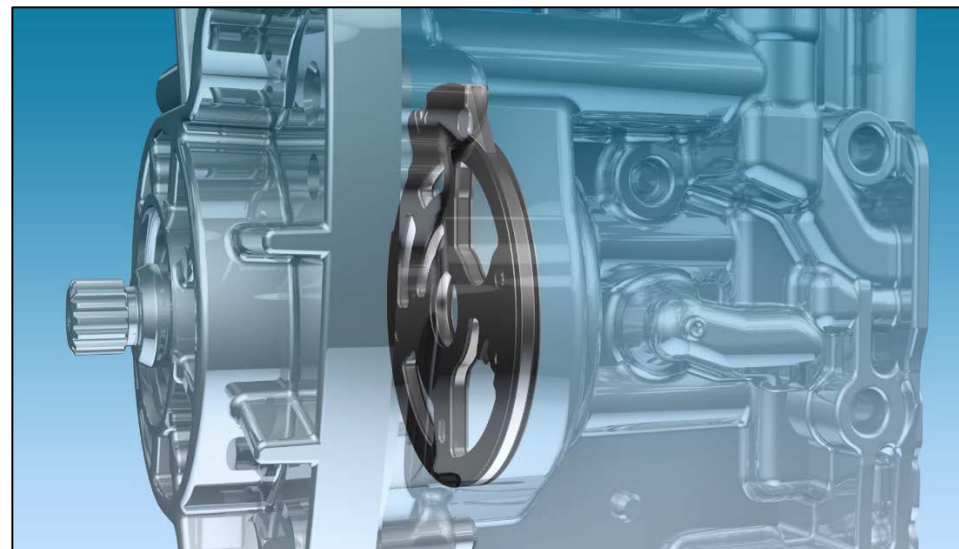
Footprint Expansion



Industry Recognition of New Technology



Innovation and Technology



- » Multi-Layer steel transmission pump gasket
- » Dana named PACE Award Finalist for sixth consecutive year
- » Only supplier to achieve three product nominations in 2017
- » Innovation and Technology Driving Exceptional Customer Satisfaction



Delivering Electric Solutions



Revolutionary Driveline Technology



- » Industry-first, highly automatic mining vehicle with electric driveline
- » Reduces operating costs and environmental impact
- » Dana electrification knowledge and experience transferable across:
 - End markets
 - Product portfolio



2017 Q2 Results



Sales

\$1.8B

+19% growth / 11% organic

Adjusted EBITDA Margin

11.8%

+30 bps over last year

Free Cash Flow

\$96M

12% lower than last year

Diluted Adj. Earnings Per Share

\$0.68

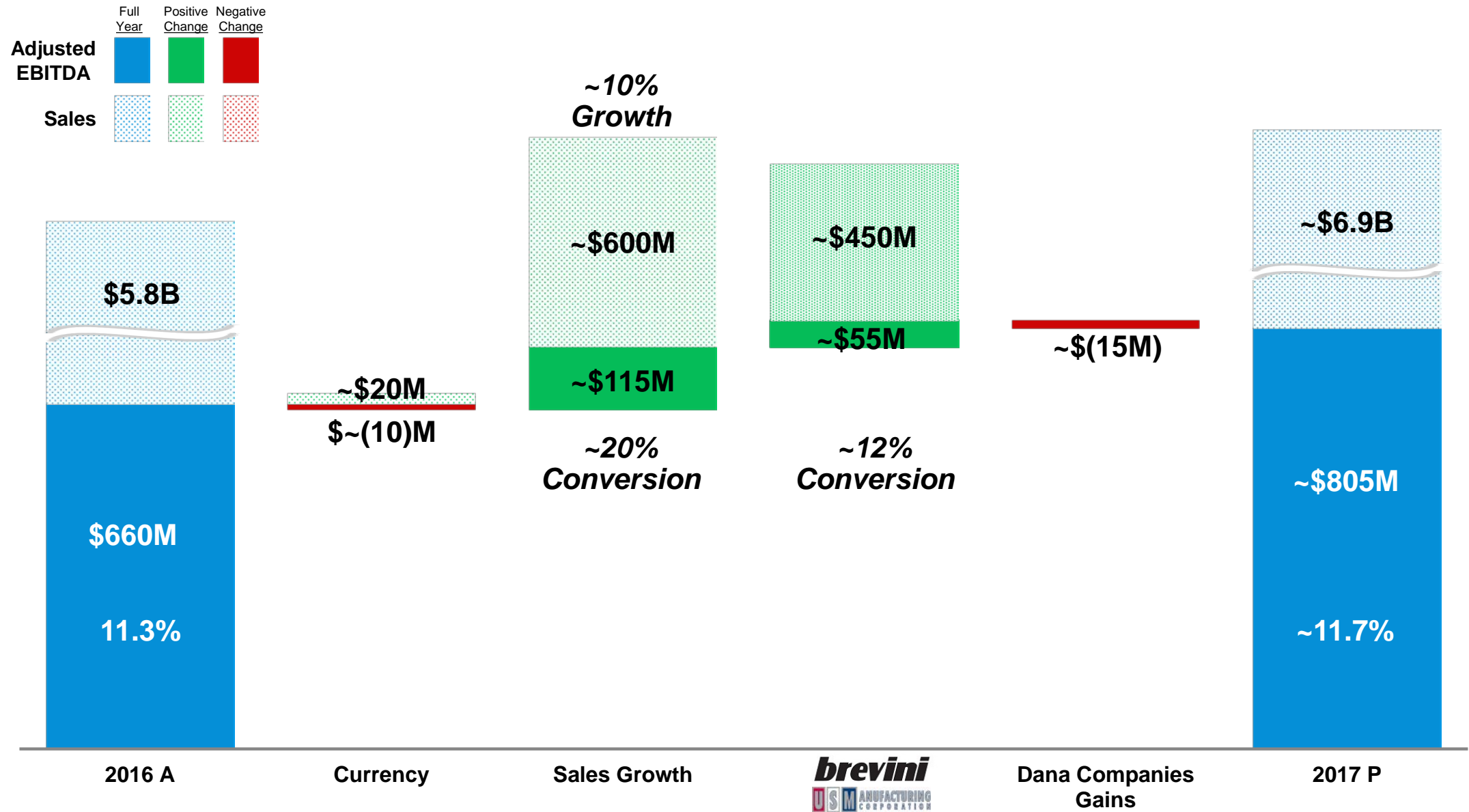
+15 cents over last year





2017 FY Sales and Adj. EBITDA Changes

- Foreign currency translation expected to provide a modest benefit to sales while transactional losses detract from profit
- Approximately 1/3 of expected organic sales growth from conversion of new business backlog while remaining 2/3 from improved end-market demand
- Acquisitions that closed in the first quarter expected to provide material improvement to sales while compressing margins on a pre-synergy basis
- 2016 results included gains in Dana Companies, a subsidiary that was divested last year



Poised to deliver profitable organic and inorganic growth

See appendix for comments regarding the presentation of non-GAAP measures

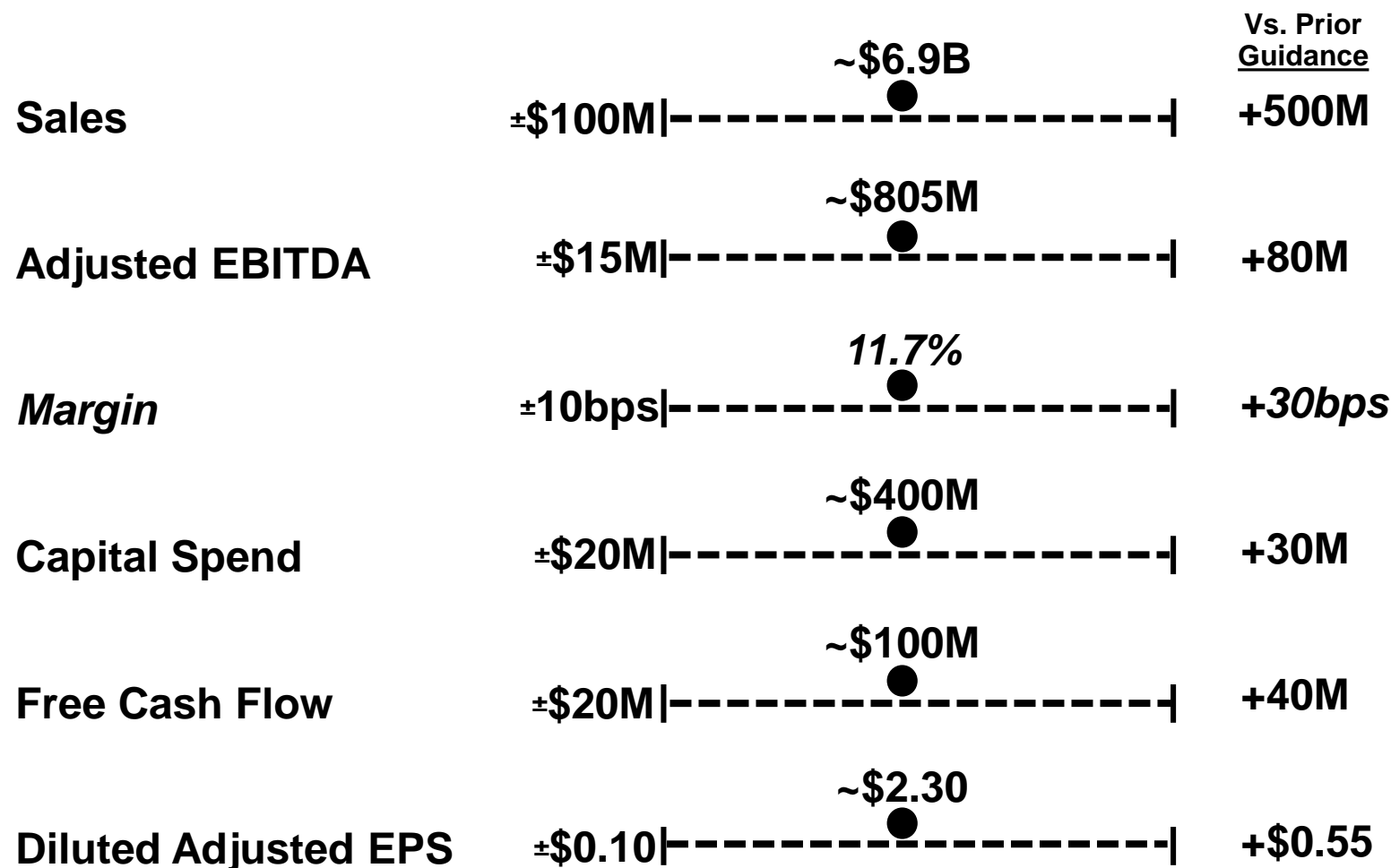




2017 FY Key Financial Metrics

- » Guidance was affirmed in April but indicated at high end of range for Sales, Adj. EBITDA, Margin, and Capital Expenditures
- » Sales guidance raised 8%
- » Adjusted EBITDA guidance raised 11%
- » Margin guidance raised 30 bps
- » FCF guidance raised over 65%
- » EPS guidance raised over 30%

Revised Guidance



Significant increase from prior guidance on all key metrics

See appendix for comments regarding the presentation of non-GAAP measures

---| Guidance range



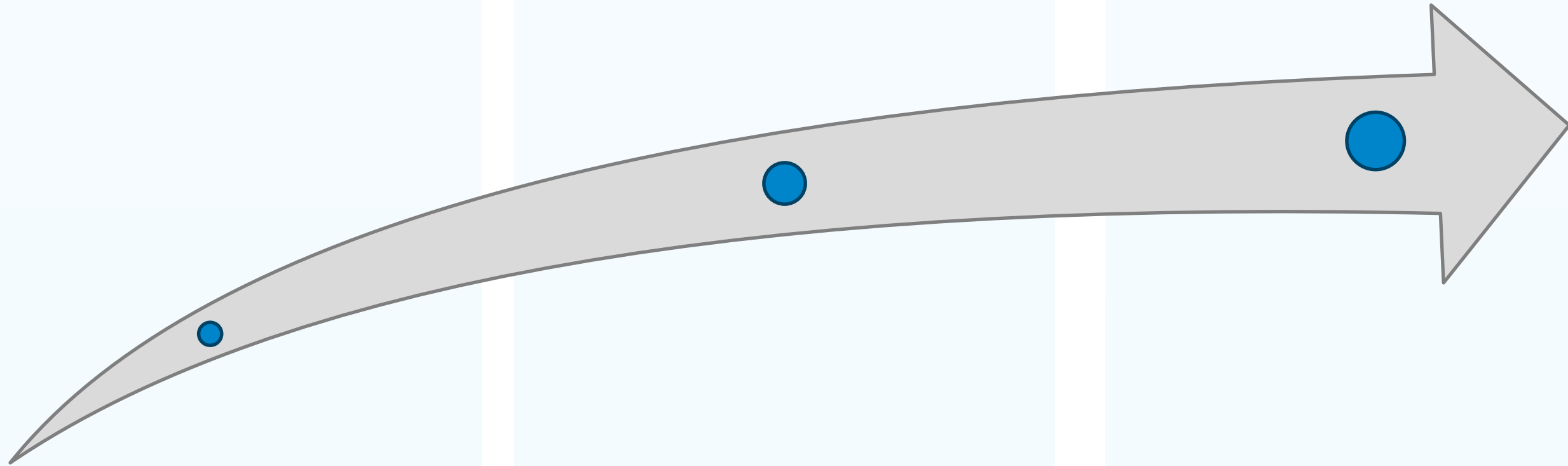
Outlook



2016

2017

2018



- » Introduced Enterprise Strategy: Shifting Into Overdrive
- » Acquired Magnum and SIFCO operations and divested Dana Co. and Nippon Reinz
- » 50bps of margin expansion on cost discipline and improved execution
- » \$750M of 3-year sales backlog

- » Acquired Brevini and USM Warren
- » Sales grow by >\$1B as acquisitions are integrated, markets recover, and \$175M of sales backlog is converted
- » Margins expand by 40bps in spite of major program refreshes
- » >1% FCF/Sales at peak capital spending to deliver sales backlog

- » Acquisition cost synergies realized
- » \$300M of sales backlog comes on line
- » Significant margin expansion as markets continue to recover and major programs refreshes are complete
- » FCF improves as profit grows and capital spending returns to replacement levels





Non-GAAP Financial Information

The preceding slides refer to Adjusted EBITDA, a non-GAAP financial measure which we have defined as net income before interest, taxes, depreciation, amortization, equity grant expense, restructuring expense 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 EBITDA should not be considered a substitute for income before income taxes, net income or other results reported in accordance with GAAP. Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies.

Diluted adjusted EPS is a non-GAAP financial measure which we have defined as adjusted net income divided by adjusted diluted shares. We define adjusted net income as net income attributable to the parent company, excluding any nonrecurring 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. We define adjusted diluted shares as diluted shares as determined in accordance with GAAP based on adjusted net income. 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 under GAAP.

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. We believe this measure is useful to investors in evaluating the operational cash flow of the company inclusive of the spending required to maintain the operations. Free cash flow is neither intended to represent nor be an alternative to the measure of net cash provided by (used in) operating activities reported under GAAP. Free cash flow may not be comparable to similarly titled measures reported by other companies.

Please reference the “Non-GAAP financial information” accompanying our quarterly earnings conference call presentations on our website at www.dana.com/investors for reconciliations of adjusted EBITDA, diluted adjusted EPS and free cash flow to the most directly comparable financial measures calculated and presented in accordance with GAAP. We have not provided a reconciliation of our adjusted EBITDA and diluted adjusted EPS outlook to the most comparable GAAP measures of net income and diluted EPS. Providing net income and diluted EPS 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 and diluted EPS, including restructuring actions, asset impairments and income tax valuation 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.

