| SEC Form 4 |  |
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## 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

|                      | OVAL      |
|----------------------|-----------|
| OMB Number:          | 3235-0287 |
| Estimated average bu | rden      |
| hours per response:  | 0.5       |

| 1. Nume and Address of Reporting reison |  |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>DANA INC</u> [ DAN ] |                        | tionship of Reporting Per<br>all applicable)<br>Director | rson(s) to Issuer<br>10% Owner |  |  |  |  |  |
|---|--|-------|---|------------------------|--|--------------------------------|--|--|--|--|--|
| (Last)<br>3939 TECHNO                   | (Last) (Eirst) (Middlo)  |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/01/2018                |                        | Officer (give title below)                               | Other (specify<br>below)       |  |  |  |  |  |
| (Street)<br>MAUMEE                      | ОН   | 43537 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      | 6. Indiv<br>Line)<br>X | idual or Joint/Group Filin<br>Form filed by One Rep      | oorting Person                 |  |  |  |  |  |
| (City)                                  | (State)  | (Zip) |   |                        | Form filed by More tha<br>Person                         | n One Reporting                |  |  |  |  |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |       |   |                        |  |                                |  |  |  |  |  |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities A<br>Disposed Of (<br>5) |               | 3, 4 and | Securities<br>Beneficially         | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|------|---|--|---------------|----------|------------------------------------|---|
|                                 |  |   | Code | v | Amount                                 | (A) or<br>(D) | Price    | Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4)  |

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

|   | (3, p,,,,,  |  |   |                              |   |             |                           |  |                    |  |  |   |  |  |  |
|---|---|--|---|------------------------------|---|-------------|---------------------------|--|--------------------|--|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv | r<br>osed<br>)<br>r. 3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)         | (D)                       | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Dividend<br>Equivalent<br>Rights                    | (1)   | 06/01/2018                                 |   | A                            |   | 18          |                           | (1)  | (1)                | Common<br>Stock,<br>par value<br>\$0.01  | 18                                     | \$0.0000  | 35   | 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 R. Bruce McDonald

06/05/2018

Date

\*\* Signature of Reporting Person

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

 $\ast$  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.