FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C.	20549
vasimigton,	D.O.	20070

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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)

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* Decleer Jeroen								and Ti			ding \$	Symbol	(Cr	eck all appli Directo	r		son(s) to Issi 10% Ow Other (s	/ner		
(Last) (First) (Middle) 3939 TECHNOLOGY DRIVE							of Earli 2 <mark>024</mark>	est Trar	nsact	tion (Mo	onth/	Day/Year)		helow)	Officer (give title below) Other below SVP & Pres Off-Highway D					
(Street) MAUME	EE O	Н	43537		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S	,	(Zip)	n Dori		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. ative Securities Acquired, Disposed of, or Beneficially Owned												l to		
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					action	ction 2A. Deemed Execution Da			, 3	3. Transac Code (li 8)	ction	4. Securiti	ies Acquired (A) or Of (D) (Instr. 3, 4 an		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									7	Code	v	Amount	(A) or (D)	Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock, par value \$0.01 02/15/						2024				M		2,204	2,204 A \$0		00 2,	2,204		D		
Common Stock, par value \$0.01 02/15/						2024				M		116	116 A \$0		2,320			D		
Common Stock, par value \$0.01 02/15/2					5/2024	2024				D		2,320 D \$		\$13.8	7 0.0000			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) (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)					Fransaction Code (Instr. 3)		of E		6. Date Exercisa 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 Beneficial Owned Following Reported Transactio (Instr. 4)	ly	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exe	te ercisabl		Expiration Date	Title	Amount or Number of Shares						
Dividend Equivalent Rights	(1)	02/15/2024			М			116		(1)		(1)	Common Stock, par value \$0.01	116	\$0.0000	358		D		
Restricted Stock Units	(2)	02/15/2024			М			2,204	02/1	15/2024	(3)	(3)	Common Stock, par value \$0.01	2,204	\$0.0000	2,204		D		

Explanation of Responses:

- 1. The dividend equivalent rights accrued on restricted stock units previously granted and become exercisable proportionately with the restricted stock units to which they relate. 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. Restricted stock units for Reporting Person will be cash settled.
- 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. Restricted stock units for Reporting Person will be cash settled.
- 3. Restricted stock units granted vest in three (3) equal annual installments beginning on the first anniversary date of the grant.

/s/ Laura L. Aossey on behalf of Jeroen Decleer ** Signature of Reporting Person

02/20/2024

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.