



DANA HOLDING CORPORATION CONFLICT MINERALS CORPORATE POLICY STATEMENT

STATEMENT OF POLICY

As a company with sales and manufacturing operations throughout the world, Dana Holding Corporation (“Dana”) supports the sourcing of minerals responsibly, as set out in the Standards of Business Conduct. We support ending the violence and human rights violations in the mining of certain minerals from a location described as the “Conflict Region”, which is in the Democratic Republic of the Congo (“DRC”) and neighboring countries. As a result, the U.S Securities and Exchange Commission (“SEC”) adopted final rules to implement reporting and disclosure requirements related to “conflict materials”, as directed by the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010. The rules require manufacturers who file certain reports with the SEC to disclose whether the products they manufacture or contract to manufacture contain “conflict minerals” that are “necessary to the functionality or production” of those products.

The definition of “conflict minerals” refer to gold, as well as tin, tantalum, and tungsten, the derivatives of cassiterite, columbite-tantalite, and wolframite, regardless of where they are sourced, processed or sold. The U.S. Secretary of State may designate other minerals in the future. We support these requirements to further the humanitarian goal of ending violent conflict in the DRC and in surrounding countries, which has been partially financed by the exploitation and trade of “conflict minerals”.

OUR COMMITMENT:

1. Support the aims and objectives of the U.S. legislation on the supply of “conflict minerals”
2. Do not knowingly procure specified metals that originate from facilities in the “Conflict Region” that are not certified as “conflict free”
3. Ensure compliance with these requirements, and ask our suppliers to undertake reasonable due diligence within their supply chains to assure that specified metals are being sourced only from:
 - Mines and smelters outside the “Conflict Region” **or**
 - Mines and smelters which have been certified by an independent third party as “conflict free” if sourced within the “Conflict Region”

Dana is basing its due diligence processes, in part, on the guidance provided by the Organisation for Economic Co-operation and Development (“OECD”). The framework of the OECD provides practical guidance to companies on a set of actions that can be taken throughout its supply chain to ensure responsible due diligence. Dana has established a global team, reporting to executive leadership, to work through the OECD framework and is developing a plan to address each of its focus areas.

This due diligence includes having our suppliers provide written evidence documenting that raw materials used to produce gold, tin, tantalum and tungsten, used in the materials to manufacture

components and products supplied to Dana Holdings Corporation, originate from outside the “Conflict Region” or if they originate from within the “Conflict Region”, that the mines or smelters be certified as “conflict free” by an independent third party. The aim is to ensure that only “conflict free” materials and components are used in products that we procure.

If we discover the use of these minerals produced in facilities that are considered to be “non-conflict free”, in any material, parts or components we procure, we will take appropriate actions to transition the product to be “conflict free”.

A handwritten signature in black ink that reads "Roger Wood". The signature is written in a cursive, flowing style.

Roger Wood
President and Chief Executive Officer
Dana Holding Corp
September 12, 2013