

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SEC. 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 17, 2001

Dana Corporation

(Exact name of registrant as specified in its charter)

Virginia

1-1063

34-4361040

(State or other
jurisdiction of
incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

4500 Dorr Street, Toledo, Ohio

43615

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (419) 535-4500

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE. On July 17, 2001, Dana Corporation issued the press releases which are attached as Exhibits A and B to PR News Wire, for immediate release to national newspapers and news wire services.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dana Corporation

(Registrant)

Date: July 17, 2001

By: /s/ Michael L. DeBacker

Michael L. DeBacker
Vice President, General Counsel and
Secretary

NEWS RELEASE

EXHIBIT A
[DANA CORP. LOGO]

FOR IMMEDIATE RELEASE

CONTACT: GARY CORRIGAN
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DANA CORPORATION ANNOUNCES SECOND-QUARTER RESULTS

TOLEDO, OHIO, JULY 17, 2001 - DANA CORPORATION (NYSE: DCN) TODAY ANNOUNCED THAT ITS SALES FOR THE SECOND QUARTER OF 2001 WERE \$2.8 BILLION, DOWN FROM \$3.3 BILLION FOR THE SAME PERIOD LAST YEAR. NET INCOME, EXCLUDING NON-RECURRING ITEMS, TOTALED \$26 MILLION, OR 17 CENTS PER SHARE FOR THE QUARTER, COMPARED WITH \$154 MILLION, OR \$1.01 PER SHARE, DURING THE SECOND QUARTER OF 2000. NET INCOME FOR THE QUARTER, INCLUDING NON-RECURRING ITEMS, TOTALED \$14 MILLION, OR 10 CENTS PER SHARE. THIS COMPARES WITH NET INCOME OF \$145 MILLION, OR 95 CENTS PER SHARE, IN THE SECOND QUARTER OF 2000.

DANA'S SIX-MONTH CONSOLIDATED SALES WERE \$5.5 BILLION, DOWN FROM \$6.8 BILLION OVER THE SAME PERIOD LAST YEAR. NET INCOME, EXCLUDING NON-RECURRING ITEMS OVER THE PERIOD, WAS \$27 MILLION, OR 18 CENTS PER SHARE, COMPARED WITH \$315 MILLION, OR \$2.01 PER SHARE, IN 2000. AFTER NET, NON-RECURRING CHARGES, THE COMPANY INCURRED A NET LOSS OF \$13 MILLION, OR 8 CENTS PER SHARE, DURING THE FIRST SIX MONTHS OF 2001. THIS COMPARES WITH NET INCOME OF \$390 MILLION, OR \$2.50 PER SHARE IN 2000, WHICH INCLUDED NET, NON-RECURRING INCOME OF \$75 MILLION, OR 49 CENTS PER SHARE.

"THE SECOND QUARTER WAS ANOTHER CHALLENGING PERIOD FOR OUR INDUSTRY, WHICH IS WELL BELOW LAST YEAR'S STRONG PACE," SAID DANA CHAIRMAN AND CEO JOE MAGLIOCHETTI. "NEVERTHELESS, WE WERE PLEASED TO SEE THE IMPROVEMENT IN OUR RESULTS FROM THE FIRST QUARTER TO SECOND QUARTER IN A NUMBER OF AREAS.

"DESPITE ERRATIC LIGHT VEHICLE PRODUCTION SCHEDULES, OUR LARGEST BUSINESS UNIT, THE AUTOMOTIVE SYSTEMS GROUP, SHOWED A MARKED IMPROVEMENT IN PROFITABILITY REFLECTING THE SUCCESS OF OUR COST REDUCTION ACTIONS AND WORKFORCE REDUCTIONS," HE SAID.

"SIMILARLY, OUR COMMERCIAL VEHICLE SYSTEMS UNIT GREW ITS PROFITS, DESPITE LOWER SALES TO THE HEAVY TRUCK MARKET," HE ADDED. "AND PERHAPS MOST ENCOURAGING WAS THE IMPROVED PERFORMANCE OF OUR AUTOMOTIVE AFTERMARKET GROUP, WHICH IS SIGNIFICANT CONSIDERING THE NUMBER OF CHALLENGES IT HAS FACED OVER THE PAST YEAR.

"LOOKING AHEAD TO THE SECOND HALF OF 2001, WE EXPECT TO CONTINUE BENEFITING FROM OUR RIGHTSIZING EFFORTS. HOWEVER, WE'RE LESS OPTIMISTIC TODAY ABOUT THE RATE OF RECOVERY IN THE NORTH AMERICAN OE MARKETS THAN WE WERE AT THE OUTSET OF THE YEAR," MR. MAGLIOCHETTI SAID. "CERTAIN NEW VEHICLE INVENTORY LEVELS REMAIN HIGH AND SEVERAL MAJOR CUSTOMERS HAVE ANNOUNCED EXTENDED SUMMER PRODUCTION SHUTDOWNS. THIS WILL HAVE A CONTINUING IMPACT ON THE INDUSTRY DURING THE THIRD QUARTER, BUT WE ARE ENCOURAGED BY THE PRESENT OUTLOOK FOR THE FOURTH QUARTER."

(MORE)

DANA CHIEF FINANCIAL OFFICER BOB RICHTER SAID, "IN ADDITION TO OUR COST REDUCTION MEASURES, WE CONTINUED OUR FOCUS ON MANAGING FOR CASH, AS EVIDENCED BY FURTHER REDUCTIONS IN INVENTORY LEVELS AND CONTINUED PROGRESS IN OUR DIVESTITURE PROGRAM."

DURING THE SECOND QUARTER, DANA DIVESTED THREE OPERATIONS RESULTING IN A ONE-TIME, NET AFTER-TAX CHARGE OF \$8 MILLION, OR 6 CENTS PER SHARE. THESE OPERATIONS INCLUDE THE COMPANY'S MARION, OHIO, FORGING FACILITY; AND THE ASSETS OF ITS DALLAS, TEXAS, AND WASHINGTON, MO., FLUID SYSTEMS OPERATIONS.

YESTERDAY, DANA COMPLETED THE SALE OF ITS CHELSEA POWER TAKE-OFF BUSINESS TO PARKER HANNIFIN CORPORATION (NYSE: PH). AS A RESULT OF THE SALE, DANA WILL RECORD A ONE-TIME, AFTER-TAX GAIN OF APPROXIMATELY \$20 MILLION, OR 13 CENTS PER SHARE, IN THE THIRD QUARTER OF 2001.

"AS WE'VE SAID PREVIOUSLY, WE WILL USE PROCEEDS FROM DIVESTITURES AND OTHER POSITIVE CASH FLOW TO REDUCE DEBT," MR. RICHTER SAID. "HOWEVER, WE WILL ALSO EXPLORE WAYS TO BETTER BALANCE THE MATURITY OF OUR DEBT PORTFOLIO AND REDUCE OUR EXPOSURE TO FLUCTUATIONS IN THE EURO-DOLLAR EXCHANGE RATE."

DANA WILL HOST A CONFERENCE CALL AT 3 P.M. (EDT) TODAY TO DISCUSS ITS QUARTERLY RESULTS. THE CALL MAY BE ACCESSED VIA DANA'S WEBSITE (WWW.DANA.COM), WHERE IT WILL BE ACCOMPANIED BY A SLIDE PRESENTATION, OR BY DIALING (800) 275-3210. PLEASE DIAL INTO THE CONFERENCE 15 MINUTES PRIOR TO THE CALL. A RECORDING OF THIS CONFERENCE CALL WILL BE AVAILABLE AFTER 6 P.M. (EDT) TODAY. TO ACCESS THIS RECORDING, PLEASE DIAL (800) 537-8823.

DANA CORPORATION IS ONE OF THE WORLD'S LARGEST SUPPLIERS OF COMPONENTS, MODULES AND COMPLETE SYSTEMS TO GLOBAL VEHICLE MANUFACTURERS AND THEIR RELATED AFTERMARKETS. FOUNDED IN 1904 AND BASED IN TOLEDO, OHIO, THE COMPANY OPERATES SOME 300 MAJOR FACILITIES IN 35 COUNTRIES AND EMPLOYS APPROXIMATELY 75,000 PEOPLE. THE COMPANY REPORTED SALES OF \$12.3 BILLION IN 2000. DANA'S INTERNET ADDRESS IS WWW.DANA.COM.

Certain statements contained herein constitute "forward-looking" statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements involve assumptions, uncertainties, and risks, and Dana's actual future results, performance, or achievements may differ materially from those expressed or implied in these statements. Among the factors that could affect Dana's actual results are the ability of the company's vehicular customers to achieve projected sales and production levels, the cyclical nature of the vehicular industry, international economic conditions, the closing of planned divestitures as contemplated, and the success of the company's cost reduction and cash management programs. Additional factors are detailed in Dana's public filings with the Securities and Exchange Commission. Dana does not undertake to update any forward-looking statements contained herein.

(MORE)

(IN MILLIONS, EXCEPT
PER SHARE AMOUNTS)

	UNAUDITED	
	THREE MONTHS ENDED JUNE 30	
	2000	2001
SALES	\$ 3,296	\$ 2,768
NET INCOME, EXCLUDING NON-RECURRING ITEMS	154	26
NET INCOME, INCLUDING NON-RECURRING ITEMS	145	14
NET INCOME PER COMMON SHARE, EXCLUDING NON-RECURRING ITEMS DILUTED	1.01	0.17
NET INCOME PER COMMON SHARE, INCLUDING NON-RECURRING ITEMS BASIC	0.95	0.10
DILUTED	0.95	0.10
AVERAGE SHARES OUTSTANDING - FOR BASIC EPS	152	148
FOR DILUTED EPS	153	149

	UNAUDITED	
	SIX MONTHS ENDED JUNE 30	
	2000	2001
SALES	\$ 6,764	\$ 5,499
NET INCOME, EXCLUDING NON-RECURRING ITEMS	315	27
NET INCOME (LOSS), INCLUDING NON-RECURRING ITEMS	390	(13)
NET INCOME PER COMMON SHARE, EXCLUDING NON-RECURRING ITEMS DILUTED	2.01	0.18
NET INCOME (LOSS) PER COMMON SHARE, INCLUDING NON-RECURRING ITEMS BASIC	2.51	(0.08)
DILUTED	2.50	(0.08)
AVERAGE SHARES OUTSTANDING - FOR BASIC EPS	155	148
FOR DILUTED EPS	156	149

(MORE)

DANA CORPORATION
 STATEMENT OF INCOME (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS, EXCEPT PER SHARE AMOUNTS)

	THREE MONTHS ENDED JUNE 30	
	2000	2001
NET SALES	\$ 3,296	\$ 2,768
REVENUE FROM LEASE FINANCING AND OTHER INCOME	42	29
	3,338	2,797
COSTS AND EXPENSES		
COST OF SALES	2,778	2,414
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	272	271
RESTRUCTURING AND INTEGRATION CHARGES	15	4
INTEREST EXPENSE	78	79
	3,143	2,768
INCOME BEFORE INCOME TAXES	195	29
ESTIMATED TAXES ON INCOME	(68)	(16)
MINORITY INTEREST	(4)	(4)
EQUITY IN EARNINGS OF AFFILIATES	22	5
NET INCOME	\$ 145	\$ 14
NET INCOME PER COMMON SHARE - BASIC	\$ 0.95	\$ 0.10
DILUTED	\$ 0.95	\$ 0.10
AVERAGE SHARES OUTSTANDING - FOR BASIC EPS	152	148
FOR DILUTED EPS	153	149

(MORE)

DANA CORPORATION
STATEMENT OF INCOME (UNAUDITED)
JUNE 30, 2001
(IN MILLIONS, EXCEPT PER SHARE AMOUNTS)

	SIX MONTHS ENDED JUNE 30	
	2000	2001
NET SALES	\$ 6,764	\$ 5,499
REVENUE FROM LEASE FINANCING AND OTHER INCOME	258	51
	7,022	5,550
COSTS AND EXPENSES		
COST OF SALES	5,679	4,857
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	570	533
RESTRUCTURING AND INTEGRATION CHARGES	34	26
INTEREST EXPENSE	157	163
	6,440	5,579
INCOME (LOSS) BEFORE INCOME TAXES	582	(29)
ESTIMATED TAXES ON INCOME	(216)	7
MINORITY INTEREST	(9)	(5)
EQUITY IN EARNINGS OF AFFILIATES	33	14
NET INCOME (LOSS)	\$ 390	\$ (13)
NET INCOME (LOSS) PER COMMON SHARE - BASIC	\$ 2.51	\$ (0.08)
DILUTED	\$ 2.50	\$ (0.08)
AVERAGE SHARES OUTSTANDING - FOR BASIC EPS	155	148
FOR DILUTED EPS	156	149

(MORE)

DANA CORPORATION
 CONDENSED BALANCE SHEET (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

ASSETS	DECEMBER 31 2000	JUNE 30 2001
-----	-----	-----
CURRENT ASSETS		
CASH AND MARKETABLE SECURITIES	\$ 179	\$ 153
ACCOUNTS RECEIVABLE		
TRADE	1,548	1,705
OTHER	318	416
INVENTORIES	1,564	1,375
OTHER CURRENT ASSETS	714	576
	-----	-----
TOTAL CURRENT ASSETS	4,323	4,225
	-----	-----
PROPERTY, PLANT AND EQUIPMENT, NET	3,509	3,470
INVESTMENT IN LEASES	1,037	1,083
INVESTMENTS AND OTHER ASSETS	2,367	2,260
	-----	-----
TOTAL ASSETS	\$ 11,236	\$ 11,038
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		
ACCOUNTS PAYABLE AND OTHER		
CURRENT LIABILITIES	\$ 2,386	\$ 2,453
NOTES PAYABLE	1,945	2,021
	-----	-----
TOTAL CURRENT LIABILITIES	4,331	4,474
	-----	-----
LONG-TERM DEBT	2,649	2,467
DEFERRED EMPLOYEE BENEFITS		
AND OTHER NONCURRENT LIABILITIES	1,507	1,603
MINORITY INTEREST	121	114
SHAREHOLDERS' EQUITY	2,628	2,380
	-----	-----
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 11,236	\$ 11,038
	=====	=====

(MORE)

DANA CORPORATION
 CONDENSED STATEMENT OF CASH FLOWS (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

	THREE MONTHS ENDED, JUNE 30	
	2000	2001
	-----	-----
NET INCOME	\$ 145	\$ 14
DEPRECIATION AND AMORTIZATION	128	135
LOSS ON DIVESTITURES		8
WORKING CAPITAL CHANGE	12	27
OTHER	(59)	57
	-----	-----
NET CASH FROM OPERATING ACTIVITIES	226	241
	-----	-----
PURCHASES OF PROPERTY, PLANT AND EQUIPMENT	(168)	(114)
PURCHASES OF ASSETS TO BE LEASED	(59)	(56)
PAYMENTS RECEIVED ON LEASES	51	9
NET LOANS TO CUSTOMERS	(100)	25
ACQUISITIONS		(21)
DIVESTITURES		11
OTHER	13	92
	-----	-----
NET CASH FLOWS - INVESTING ACTIVITIES	(263)	(54)
	-----	-----
NET CHANGE IN SHORT-TERM DEBT	326	(58)
PROCEEDS FROM LONG-TERM DEBT	11	1
PAYMENTS ON LONG-TERM DEBT	(100)	(81)
DIVIDENDS PAID	(48)	(46)
SHARES REPURCHASED	(70)	
OTHER	1	
	-----	-----
NET CASH FLOWS - FINANCING ACTIVITIES	120	(184)
	-----	-----
NET CHANGE IN CASH AND CASH EQUIVALENTS	83	3
CASH AND CASH EQUIVALENTS - BEGINNING OF PERIOD	104	150
	-----	-----
CASH AND CASH EQUIVALENTS - END OF PERIOD	\$ 187	\$ 153
	=====	=====

(MORE)

DANA CORPORATION
 CONDENSED STATEMENT OF CASH FLOWS (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

	SIX MONTHS ENDED, JUNE 30	
	2000	2001
NET INCOME (LOSS)	\$ 390	\$ (13)
DEPRECIATION AND AMORTIZATION	260	271
LOSS (GAIN) ON DIVESTITURES	(97)	20
WORKING CAPITAL CHANGE	(126)	(38)
OTHER	(96)	113
	-----	-----
NET CASH FROM OPERATING ACTIVITIES	331	353
	-----	-----
PURCHASES OF PROPERTY, PLANT AND EQUIPMENT	(334)	(238)
PURCHASES OF ASSETS TO BE LEASED	(71)	(86)
PAYMENTS RECEIVED ON LEASES	65	19
NET LOANS TO CUSTOMERS	(106)	85
ACQUISITIONS	(205)	(21)
DIVESTITURES	524	26
OTHER	44	112
	-----	-----
NET CASH FLOWS - INVESTING ACTIVITIES	(83)	(103)
	-----	-----
NET CHANGE IN SHORT-TERM DEBT	563	38
PROCEEDS FROM LONG-TERM DEBT	11	44
PAYMENTS ON LONG-TERM DEBT	(333)	(267)
DIVIDENDS PAID	(96)	(92)
SHARES REPURCHASED	(320)	
OTHER	3	1
	-----	-----
NET CASH FLOWS - FINANCING ACTIVITIES	(172)	(276)
	-----	-----
NET CHANGE IN CASH AND CASH EQUIVALENTS	76	(26)
CASH AND CASH EQUIVALENTS - BEGINNING OF PERIOD	111	179
	-----	-----
CASH AND CASH EQUIVALENTS - END OF PERIOD	\$ 187	\$ 153
	=====	=====

(MORE)

DANA CORPORATION
 (INCLUDING DANA CREDIT CORPORATION ON AN EQUITY BASIS)
 STATEMENT OF INCOME (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

	THREE MONTHS ENDED, JUNE 30	
	2000	2001
NET SALES	\$ 3,296	\$ 2,768
OTHER INCOME (EXPENSE)	6	(12)
	-----	-----
	3,302	2,756
	-----	-----
COSTS AND EXPENSES		
COST OF SALES	2,794	2,429
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	249	245
RESTRUCTURING AND INTEGRATION CHARGES	15	4
INTEREST EXPENSE	52	49
	-----	-----
	3,110	2,727
	-----	-----
INCOME BEFORE INCOME TAXES	192	29
ESTIMATED TAXES ON INCOME	(70)	(17)
MINORITY INTEREST	(4)	(3)
EQUITY IN EARNINGS OF AFFILIATES	27	5
	-----	-----
NET INCOME	\$ 145	\$ 14
	=====	=====

(MORE)

DANA CORPORATION
 (INCLUDING DANA CREDIT CORPORATION ON AN EQUITY BASIS)
 STATEMENT OF INCOME (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

	SIX MONTHS ENDED, JUNE 30	
	2000	2001
NET SALES	\$ 6,764	\$ 5,499
OTHER INCOME (EXPENSE)	181	(25)
	-----	-----
	6,945	5,474
	-----	-----
COSTS AND EXPENSES		
COST OF SALES	5,710	4,890
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	524	482
RESTRUCTURING AND INTEGRATION CHARGES	34	26
INTEREST EXPENSE	108	104
	-----	-----
	6,376	5,502
	-----	-----
INCOME (LOSS) BEFORE INCOME TAXES	569	(28)
ESTIMATED TAXES ON INCOME	(217)	6
MINORITY INTEREST	(8)	(5)
EQUITY IN EARNINGS OF AFFILIATES	46	14
	-----	-----
NET INCOME (LOSS)	\$ 390	\$ (13)
	=====	=====

(MORE)

DANA CORPORATION
 (INCLUDING DANA CREDIT CORPORATION ON AN EQUITY BASIS)
 CONDENSED BALANCE SHEET (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

ASSETS	DECEMBER 31 2000	JUNE 30 2001
-----	-----	-----
CURRENT ASSETS		
CASH AND MARKETABLE SECURITIES	\$ 149	\$ 146
ACCOUNTS RECEIVABLE		
TRADE	1,505	1,705
OTHER	318	362
INVENTORIES	1,564	1,375
OTHER CURRENT ASSETS	535	552
	-----	-----
TOTAL CURRENT ASSETS	4,071	4,140
	-----	-----
PROPERTY, PLANT AND EQUIPMENT, NET	3,069	3,039
INVESTMENTS AND OTHER ASSETS	2,026	1,933
	-----	-----
TOTAL ASSETS	\$ 9,166	\$ 9,112
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		

ACCOUNTS PAYABLE AND OTHER		
CURRENT LIABILITIES	\$ 2,383	\$ 2,388
NOTES PAYABLE	1,307	1,542
	-----	-----
TOTAL CURRENT LIABILITIES	3,690	3,930
	-----	-----
LONG-TERM DEBT	1,574	1,428
DEFERRED EMPLOYEE BENEFITS		
AND OTHER NONCURRENT LIABILITIES	1,155	1,262
MINORITY INTEREST	119	112
SHAREHOLDERS' EQUITY	2,628	2,380
	-----	-----
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 9,166	\$ 9,112
	=====	=====

(MORE)

DANA CORPORATION
 (INCLUDING DANA CREDIT CORPORATION ON AN EQUITY BASIS)
 CONDENSED STATEMENT OF CASH FLOWS (UNAUDITED)
 JUNE 30, 2001
 (IN MILLIONS)

	THREE MONTHS ENDED, JUNE 30	
	2000	2001
NET INCOME	\$ 145	\$ 14
DEPRECIATION AND AMORTIZATION	104	109
LOSS ON DIVESTITURES		8
WORKING CAPITAL CHANGE	21	19
OTHER	(38)	20
NET CASH FROM OPERATING ACTIVITIES	232	170
PURCHASES OF PROPERTY, PLANT AND EQUIPMENT	(121)	(90)
ACQUISITIONS		(21)
DIVESTITURES		11
OTHER	3	14
NET CASH FLOWS - INVESTING ACTIVITIES	(118)	(86)
NET CHANGE IN SHORT-TERM DEBT	133	(7)
PROCEEDS FROM LONG-TERM DEBT		
PAYMENTS ON LONG-TERM DEBT	(61)	(20)
DIVIDENDS PAID	(48)	(46)
SHARES REPURCHASED	(70)	
OTHER	1	(1)
NET CASH FLOWS - FINANCING ACTIVITIES	(45)	(74)
NET CHANGE IN CASH AND CASH EQUIVALENTS	69	10
CASH AND CASH EQUIVALENTS - BEGINNING OF PERIOD	100	136
CASH AND CASH EQUIVALENTS - END OF PERIOD	\$ 169	\$ 146

(MORE)

DANA CORPORATION
(INCLUDING DANA CREDIT CORPORATION ON THE EQUITY BASIS)
CONDENSED STATEMENT OF CASH FLOWS (UNAUDITED)
JUNE 30, 2001
(IN MILLIONS)

	SIX MONTHS ENDED, JUNE 30	
	2000	2001
NET INCOME (LOSS)	\$ 390	\$ (13)
DEPRECIATION AND AMORTIZATION	214	219
LOSS (GAIN) ON DIVESTITURES	(97)	20
WORKING CAPITAL CHANGE	(98)	(55)
OTHER	(96)	51
NET CASH FROM OPERATING ACTIVITIES	313	222
PURCHASES OF PROPERTY, PLANT AND EQUIPMENT	(237)	(164)
ACQUISITIONS	(205)	(21)
DIVESTITURES	524	26
OTHER	33	21
NET CASH FLOWS - INVESTING ACTIVITIES	115	(138)
NET CHANGE IN SHORT-TERM DEBT	295	176
PROCEEDS FROM LONG-TERM DEBT		10
PAYMENTS ON LONG-TERM DEBT	(242)	(182)
DIVIDENDS PAID	(96)	(92)
SHARES REPURCHASED	(320)	
OTHER	3	1
NET CASH FLOWS - FINANCING ACTIVITIES	(360)	(87)
NET CHANGE IN CASH AND CASH EQUIVALENTS	68	(3)
CASH AND CASH EQUIVALENTS - BEGINNING OF PERIOD	101	149
CASH AND CASH EQUIVALENTS - END OF PERIOD	\$ 169	\$ 146

(END)

DANA CORPORATION
QUARTERLY FINANCIAL INFORMATION
Q2 - 2001 (UNAUDITED)
(IN MILLIONS)

	SALES		EBIT		OPERATING PAT	
	00	01	00	01	00	01
	--	--	--	--	--	--
AUTOMOTIVE SYSTEMS GROUP	\$ 1,209	\$ 1,022	\$ 141	\$ 81	\$ 93	\$ 51
AUTOMOTIVE AFTERMARKET GROUP	720	673	38	16	24	10
COMMERCIAL VEHICLE SYSTEMS	452	300	47	12	29	7
ENGINE SYSTEMS GROUP	367	310	35	8	25	6
FLUID SYSTEMS GROUP	315	280	36	25	22	15
OFF-HIGHWAY SYSTEMS GROUP	220	165	20	8	12	5
DANA COMMERCIAL CREDIT					9	6
OTHER	13	18	(61)	(57)	(60)	(74)
TOTAL OPERATIONS	3,296	2,768	256	93	154	26
RESTRUCTURING AND NONRECURRING ITEMS			(15)	(17)	(9)	(12)
CONSOLIDATED	<u>\$ 3,296</u>	<u>\$ 2,768</u>	<u>\$ 241</u>	<u>\$ 76</u>	<u>\$ 145</u>	<u>\$ 14</u>
NORTH AMERICA	\$ 2,552	\$ 2,114	\$ 282	\$ 128	\$ 181	\$ 77
EUROPE	520	439	27	16	16	9
SOUTH AMERICA	141	133	8	6	7	(1)
ASIA PACIFIC	83	82	2	(1)	1	--
DANA COMMERCIAL CREDIT					9	6
OTHER			(63)	(56)	(60)	(65)
TOTAL OPERATIONS	3,296	2,768	256	93	154	26
RESTRUCTURING AND NONRECURRING ITEMS			(15)	(17)	(9)	(12)
CONSOLIDATED	<u>\$ 3,296</u>	<u>\$ 2,768</u>	<u>\$ 241</u>	<u>\$ 76</u>	<u>\$ 145</u>	<u>\$ 14</u>

	NET PROFIT		NET ASSETS	
	00	01	00	01
	--	--	--	--
AUTOMOTIVE SYSTEMS GROUP	\$ 71	\$ 30	\$ 1,913	\$ 1,919
AUTOMOTIVE AFTERMARKET GROUP	6	(6)	2,023	1,728
COMMERCIAL VEHICLE SYSTEMS	19	(1)	626	458
ENGINE SYSTEMS GROUP	18	--	1,164	1,070
FLUID SYSTEMS GROUP	17	9	724	635
OFF-HIGHWAY SYSTEMS GROUP	8	2	524	470
DANA COMMERCIAL CREDIT	9	6	162	180
OTHER	6	(14)	112	188
TOTAL OPERATIONS	154	26	7,248	6,648
RESTRUCTURING AND NONRECURRING ITEMS	(9)	(12)		
CONSOLIDATED	<u>\$ 145</u>	<u>\$ 14</u>	<u>\$ 7,248</u>	<u>\$ 6,648</u>
NORTH AMERICA	\$ 136	\$ 34	\$ 5,037	\$ 4,392
EUROPE	6	--	1,421	1,434
SOUTH AMERICA	4	(4)	535	533
ASIA PACIFIC	(2)	(3)	129	165
DANA COMMERCIAL CREDIT	9	6	162	180
OTHER	1	(7)	(36)	(56)
TOTAL OPERATIONS	154	26	7,248	6,648

RESTRUCTURING AND
NONRECURRING ITEMS

	(9)	(12)		
CONSOLIDATED	\$ 145	\$ 14	\$ 7,248	\$ 6,648

See Note 13 to Dana's 2000 Annual Report for further information (www.Dana.Com)

FOR MORE INFORMATION

(www.Dana.Com) - Dial-For-Dana U.S. or Canada 800-537-8823; OH 800-472-8810
E-Mail Greg.Smietanski@Dana.com or Karen.Crawford@Dana.Com
Dana Investor Relations 419-535-4635

[DANA CORP. LOGO]
INVESTOR RELATIONS

DANA CORPORATION
QUARTERLY FINANCIAL INFORMATION
FOR SIX MONTHS ENDED JUNE 30, 2001 (UNAUDITED)
(IN MILLIONS)

	SALES		EBIT		OPERATING PAT	
	00	01	00	01	00	01
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AUTOMOTIVE SYSTEMS GROUP	\$ 2,439	\$ 1,993	\$ 274	\$ 136	\$ 179	\$ 90
AUTOMOTIVE AFTERMARKET GROUP	1,453	1,310	97	2	60	1
COMMERCIAL VEHICLE SYSTEMS	966	619	104	21	63	12
ENGINE SYSTEMS GROUP	748	638	65	21	44	16
FLUID SYSTEMS GROUP	628	563	71	48	44	29
OFF-HIGHWAY SYSTEMS GROUP	450	342	41	21	25	13
DANA COMMERCIAL CREDIT					21	12
OTHER	80	34	(114)	(112)	(121)	(146)
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TOTAL OPERATIONS	6,764	5,499	538	137	315	27
RESTRUCTURING AND NONRECURRING ITEMS			131	(63)	75	(40)
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CONSOLIDATED	\$ 6,764	\$ 5,499	\$ 669	\$ 74	\$ 390	\$ (13)
	=====	=====	=====	=====	=====	=====
NORTH AMERICA	\$ 5,270	\$ 4,148	\$ 588	\$ 204	\$ 369	\$ 120
EUROPE	1,063	928	58	36	35	28
SOUTH AMERICA	269	260	10	7	8	(5)
ASIA PACIFIC	162	163	3	1	2	--
DANA COMMERCIAL CREDIT					21	12
OTHER			(121)	(111)	(120)	(128)
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TOTAL OPERATIONS	6,764	5,499	538	137	315	27
RESTRUCTURING AND NONRECURRING ITEMS			131	(63)	75	(40)
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CONSOLIDATED	\$ 6,764	\$ 5,499	\$ 669	\$ 74	\$ 390	\$ (13)
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	NET PROFIT		NET ASSETS	
	00	01	00	01
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AUTOMOTIVE SYSTEMS GROUP	\$ 135	\$ 47	\$ 1,913	\$ 1,919
AUTOMOTIVE AFTERMARKET GROUP	27	(32)	2,023	1,728
COMMERCIAL VEHICLE SYSTEMS	44	(4)	626	458
ENGINE SYSTEMS GROUP	31	2	1,164	1,070
FLUID SYSTEMS GROUP	33	17	724	635
OFF-HIGHWAY SYSTEMS GROUP	17	6	524	470
DANA COMMERCIAL CREDIT	21	12	162	180
OTHER	7	(21)	112	188
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TOTAL OPERATIONS	315	27	7,248	6,648
RESTRUCTURING AND NONRECURRING ITEMS	75	(40)		
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CONSOLIDATED	\$ 390	\$ (13)	\$ 7,248	\$ 6,648
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NORTH AMERICA	\$ 277	\$ 32	\$ 5,037	\$ 4,392
EUROPE	15	7	1,421	1,434
SOUTH AMERICA	4	(11)	535	533
ASIA PACIFIC	(4)	(5)	129	165
DANA COMMERCIAL CREDIT	21	12	162	180
OTHER	2	(8)	(36)	(56)
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TOTAL OPERATIONS	315	27	7,248	6,648
RESTRUCTURING AND NONRECURRING ITEMS	75	(40)		
CONSOLIDATED	<u>\$ 390</u>	<u>\$ (13)</u>	<u>\$ 7,248</u>	<u>\$ 6,648</u>

See Note 13 to Dana's 2000 Annual Report for further information (www.Dana.Com)

FOR MORE INFORMATION
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NEWS RELEASE

EXHIBIT B
[DANA CORP. LOGO]

FOR IMMEDIATE RELEASE

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DANA CORPORATION DECLARES 255TH CONSECUTIVE DIVIDEND

TOLEDO, OHIO, JULY 17, 2001 - DANA CORPORATION (NYSE: DCN) TODAY DECLARED ITS 255TH CONSECUTIVE DIVIDEND, EXTENDING A STREAK THAT DATES BACK TO 1936 WITHOUT A MISSED OR REDUCED PAYMENT. THE DIVIDEND OF 31 CENTS PER SHARE IS PAYABLE SEPT. 14, 2001, TO SHAREHOLDERS OF RECORD AUGUST 31.

DANA CHAIRMAN AND CEO JOE MAGLIOCHETTI SAID, "WE ARE EXTREMELY PROUD OF OUR LONG HISTORY OF RELIABLE DIVIDEND PAYMENTS TO DANA SHAREHOLDERS. WE BELIEVE THAT OUR DIVIDEND IS ONE OF THE ITEMS THAT MAKES DANA STOCK AN ATTRACTIVE LONG-TERM INVESTMENT."

AT THE CLOSE OF TRADING YESTERDAY, DANA'S DIVIDEND YIELD WAS APPROXIMATELY 5 PERCENT.

DANA CORPORATION IS ONE OF THE WORLD'S LARGEST SUPPLIERS OF COMPONENTS, MODULES AND COMPLETE SYSTEMS TO GLOBAL VEHICLE MANUFACTURERS AND THEIR RELATED AFTERMARKETS. FOUNDED IN 1904 AND BASED IN TOLEDO, OHIO, THE COMPANY OPERATES SOME 300 MAJOR FACILITIES IN 35 COUNTRIES AND EMPLOYS APPROXIMATELY 75,000 PEOPLE. THE COMPANY REPORTED SALES OF \$12.3 BILLION IN 2000. DANA'S INTERNET ADDRESS IS WWW.DANA.COM.

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