FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |     |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0       |     |  |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |  |

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*  Foster Byron S.     |  |  |  |        |                                      | 2. Issuer Name <b>and</b> Ticker or Trading Symbol DANA INC [ DAN ] |   |       |   |                    |                 |                    |   |               |  | elationship o<br>eck all applio<br>Directo          | able)  | g Pers                              | son(s) to Iss<br>10% Ov<br>Other (s                                      | vner   |  |  |
|---|--|--|--|--------|--------------------------------------|---|---|-------|---|--------------------|-----------------|--------------------|---|---------------|--|---|--|-------------------------------------|--|--|--|--|
| (Last)<br>3939 TE   | (Last) (First) (Middle) 3939 TECHNOLOGY DRIVE  |  |  |        |                                      |   | 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2023 |       |   |                    |                 |                    |   |               |  |   |  | n Dri                               | below) ve System   | ' ´  |  |  |
| (Street)  MAUME  (City)                                       | MAUMEE OH 43537  |  |  |        |                                      |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |       |   |                    |                 |                    |   |               |  |   | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |                                     |  |  |  |  |
| (City)  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |  |  |        |                                      |   |   |       |   |                    |                 |                    |   |               |  |   |  |                                     |  |  |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date) |  |  |  | action | ction 2/<br>Exay/Year) if            |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |       | 3.<br>Transaction<br>Code (Instr.                     |                    | 4. Securities A |                    | s Acquired (A) o  |               | 5. Amou<br>Securitie<br>Beneficia<br>Owned F | nt of<br>s<br>ally<br>following                     | Form<br>(D) o  | n: Direct<br>r Indirect<br>sstr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                      |  |  |  |
|   |  |  |  |        |                                      |   |   |       | Code  | v                  |                 | Amount             | (A)<br>(D)  | or F          | Price  | Transact  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)   |                                     |  | (Instr. 4)   |  |  |
| Common Stock, par value \$0.01 02/22/                         |  |  |  |        | /2023                                | 2023  |   |       | М   |                    |                 | 2,477              | 77 A \$   |               | \$0.000                                      | 0 23,   | 23,460   |                                     | D  |  |  |  |
| Common Stock, par value \$0.01 02/22/2                        |  |  |  |        | /2023                                | 3   |   |       |   |                    |                 | 100                |   | 1 5           | \$0.000                                      | 0 23,   | ,560   |                                     | D  |  |  |  |
| Common Stock, par value \$0.01 02/22/2                        |  |  |  |        | /2023                                | 3   |   |       | F   |                    |                 | 1,163(1)           |   |               | \$15.97                                      | 22,   | 22,397   |                                     | D  |  |  |  |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |  |        |                                      |   |   |       |   |                    |                 |                    |   |               |  |   |  |                                     |  |  |  |  |
| 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. Deem<br>Execution<br>if any<br>(Month/Da | Date,  | 4.<br>Transactio<br>Code (Inst<br>8) |   |   |       | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |                    |                 |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Sec<br>(Instr. 3 and 4) |               |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactic<br>(Instr. 4)                                  | e<br>s<br>Illy                      | 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>Exercis                                       | able               |                 | Expiration<br>Date | Title   | OI<br>N<br>Of | umber  |   |  |                                     |  |  |  |  |
| Dividend<br>Equivalent<br>Rights                              | (2)  | 02/22/2023                                 |  |        | M                                    |   |   | 100   | (2)   |                    |                 | (2)                | Comm<br>Stock<br>par val<br>\$0.0   | i,<br>ue      | 100  | \$0.0000  | 836  |                                     | D  |  |  |  |
| Restricted<br>Stock<br>Units                                  | (3)  | 02/22/2023                                 |  |        | M                                    |   |   | 2,477 | 02/22/20  | )22 <sup>(4)</sup> |                 | (4)                | Comm<br>Stock<br>par val  | ,<br>ue 2     | 2,477  | \$0.0000  | 2,478  |                                     | D  |  |  |  |

## **Explanation of Responses:**

- 1. Represents the total number of shares of common stock withheld for the Reporting Person's tax obligation.
- 2. Dividend equivalent rights accrued on previously granted restricted stock units and become exercisable proportionately with the restricted stock units to which they relate, which have vested.
- 3. 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.
- 4. 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 Byron S. Foster

02/24/2023

\*\* Signature of Reporting Person

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.