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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | | | |
| 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). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

| | | | | 0.000 | | | | .paily / lot 01 1 | 010 | | | | | |
|--|-----------|----------|--|---------------------------------------|---|---|--------|-------------------|---|--|---|---|---|--|
| 1. Name and Addr | • | | 2. Issuer Name and Ticker or Trading Symbol DANA INC [DAN] | | | | | | (Chec | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| | | | Ļ | | | | | | | X | Director | 10% 0 | Owner | |
| (Last) | (First) | (Middle) | | 3. Date 03/24 | e of Earliest Transac /2023 | ction (M | onth/[| Day/Year) | | Officer (give title below) | Other below | (specify) | | |
| 3939 TECHNO | DLOGY DRI | Ī | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | 6. Indi Line) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | | | | | | | | | | X | X Form filed by One Reporting Person | | | |
| MAUMEE | ОН | 43537 | | | | | | | | Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | |
| | | | | | eck this box to indica tisfy the affirmative de | | | | | ct, instruction or writter 10. | n plan that is inten | ded to | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Tra Date (Mont | | | | tion //Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | |
| Table II. Derivative Securities Acquired Disposed of an Repeticicily Owned | | | | | | | | | | | | | | |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deriv Secu Acqu (A) of Dispe of (D) | erivative (Month/Day/Year) ecurities cquired k) or isposed f (D) nstr. 3, 4 | | ate | Amount of | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Dividend Equivalent Rights | (1) | 03/24/2023 | | A | | 58 | | (1) | (1) | Common Stock, par value \$0.01 | 58 | \$0.0000 | 58 | 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/ Laura L. Aossey on behalf | 02/20/2022 |
|-------------------------------|------------|
| of Brett M. Icahn | 03/28/2023 |

** 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.