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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 14, 2014**

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**Dana Holding Corporation**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-1063**  
(Commission  
File Number)

**26-1531856**  
(IRS Employer  
Identification Number)

**3939 Technology Drive, Maumee, Ohio 43537**  
(Address of principal executive offices) (Zip Code)

**(419) 887-3000**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events****Venezuelan Operations**

Effective March 31, 2014, we are utilizing the auction-based exchange rate of Venezuela's Complementary System of Foreign Currency Administration ("SICAD") to remeasure the financial statements of our Venezuelan subsidiaries. The SICAD exchange rate at March 31, 2014 as published by the Central Bank of Venezuela was 10.7 bolivars per U.S. dollar. Prior to this date, we had used the Venezuelan government's official exchange rate of 6.3 bolivars per U.S. dollar. Use of the SICAD rate will result in a pre-tax charge of \$17 million to our Light Vehicle Driveline segment results of operations for the three-month period ended March 31, 2014.

Given the recent alternative foreign exchange market developments in Venezuela and the uncertainty surrounding our ability to exchange bolivars for U.S. dollars at the official rate, we believe the SICAD rate which we expect would be used for dividend remittances is now the appropriate rate to use for remeasurement of our Venezuelan operations' financial statements. With the SICAD rate being impacted by periodic auctions, changes in this rate could result in significant pre-tax charges or benefits to future results of operations. In the event that we obtain approval for past or future requests to exchange bolivars at the official rate, we will recognize a benefit to results of operations upon completion of such exchange.

After remeasurement at the SICAD rate, the net assets of our Venezuelan subsidiaries at March 31, 2014 approximate \$55 million.

**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 hereunto duly authorized.

**DANA HOLDING CORPORATION**

Date: April 14, 2014

By: /s/ Marc S. Levin

Name: Marc S. Levin

Title: Senior Vice President, General Counsel and Secretary