

DANA CORP  
Form 4  
March 07, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TEPPER DAVID A

(Last) (First) (Middle)

C/O APPALOOSA PARTNERS  
INC., 26 MAIN ST, FIRST FLOOR

(Street)

CHATHAM, NJ 07928

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DANA CORP [DCN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/02/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	03/02/2006		S <sup>(1)</sup>	300,000 D \$ 1.0767	20,200,000	I	See <u>(2)</u>
Common Stock	03/02/2006		P	650,000 A \$ 1.0208	20,850,000	I	See <u>(2)</u>
Common Stock	03/02/2006		P	500,000 A \$ 1.02	21,350,000	I	See <u>(2)</u>
Common Stock	03/03/2006		P	165,100 A \$ 0.9106	21,515,100	I	See <u>(2)</u>
Common Stock	03/06/2006		P	500,000 A \$ 0.8	22,015,100	I	See <u>(2)</u>

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Common Stock    03/06/2006    P    484,900    A    \$ 0.9596    22,500,000    I    See <sup>(2)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TEPPER DAVID A C/O APPALOOSA PARTNERS INC. 26 MAIN ST, FIRST FLOOR CHATHAM, NJ 07928		X		
APPALOOSA PARTNERS INC 26 MAIN ST CHATHAM, NJ 07928		X		
APPALOOSA MANAGEMENT LP 26 MAIN ST 1ST FLOOR CHATAM, NJ 07928		X		
APPALOOSA INVESTMENT LP I APPALOOSA PARTNERS INC 26 MAIN ST CHATHAM, NJ 07928		X		
		X		

PALOMINO FUND LTD  
26 MAIN ST  
CHATHAM, NJ 07928

## Signatures

/s/ David A.  
Tepper

03/06/2006

\_\_Signature of  
Reporting Person

Date

See Exhibit 99.1

03/06/2006

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The Reporting Persons will remit \$75,001 to the Company, representing profit (net of expenses) in respect of the 300,000 shares sold on March 2, 2006.
- (2) See Exhibit 99.2 for text of footnote (2).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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