

DANA CORP  
Form 8-K  
October 25, 2004

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

**FORM 8-K**  
**CURRENT REPORT**

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

Date of Report (Date of earliest event  
reported): October 19, 2004

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 Number)

4500 Dorr Street, Toledo, Ohio

43615

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including  
area code:

(419) 535-4500

(Former name or former address,  
if changed since last report)

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)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On October 19, 2004, the Board of Directors of Dana Corporation (Dana) amended the company's Change of Control Severance Plan (the Plan), previously filed as Exhibit 10-L with Dana's Form 10-K for the year ended December 31, 2003, to extend the term of the Plan from December 31, 2004 to December 31, 2006. A copy of the amendment is being filed as Exhibit 99.1 to this Current Report.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

99.1 First Amendment to the Dana Corporation Change of Control Severance Plan

**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 Corporation

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(Registrant)

Date: October 25, 2004

By: /s/ Michael L. DeBacker

Name: Michael L. DeBacker  
Title: Vice President, General Counsel  
and  
Secretary