

DANA CORP
Form 3
March 14, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Dyer Richard J		(Month/Day/Year)	DANA CORP [DCN]	
(Last)	(First)	(Middle)	03/03/2005	
P.O. BOX 1000		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
TOLEDO,Â OHÂ 43697		___ Director ___ 10% Owner		__X__ Form filed by One Reporting Person
(City)	(State)	(Zip)	___ Form filed by More than One Reporting Person	
		___X__ Officer ___ Other		
		(give title below) (specify below)		
		Chief Acct'g Officer		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common	2,075.4256	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Option/Tandem Tax Withholding Right	07/17/2001 ⁽¹⁾	07/16/2010	Common	1,300	\$ 23.0625	D	Â
Option/Tandem tax withholding right	07/16/2002 ⁽¹⁾	07/15/2011	Common	1,300	\$ 25.05	D	Â
Option/Tandem tax withholding right	07/16/2003 ⁽¹⁾	07/15/2012	Common	1,800	\$ 15.33	D	Â
Option/Tandem tax withholding right	04/21/2004 ⁽¹⁾	04/20/2013	Common	2,500	\$ 8.34	D	Â
Option/Tandem tax withholding right	02/09/2005 ⁽¹⁾	02/08/2014	Common	2,500	\$ 22.43	D	Â
Option/Tandem Tax Withholding Right	07/20/1999 ⁽¹⁾	07/19/2008	Common	700	\$ 52.5625	D	Â
Option/Tandem Tax Withholding Right	07/19/2000 ⁽¹⁾	07/18/2009	Common	800	\$ 45.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dyer Richard J P.O. BOX 1000 TOLEDO, OH 43697	Â	Â	Â Chief Acct'g Officer	Â

Signatures

Richard Dyer 03/14/2005
 **Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- These options must be held for one year from the date of grant before they can be exercised. Thereafter, the options are exercisable as follows: 25% of the total options granted within 2 years after the date of grant; 50% within 3 years after the date of grant; 75% within 4 years after the date of grant and all options after 4 years from the date of grant.

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Remarks:

Note: Also see attached Exhibit EX-24 Attachment 0.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.