

DANA CORP  
Form 8-K  
October 25, 2004



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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