

Edgar Filing: DANA CORP - Form SC 14D9/A

DANA CORP  
Form SC 14D9/A  
August 22, 2003

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
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Schedule 14D-9  
SOLICITATION/RECOMMENDATION STATEMENT  
PURSUANT TO SECTION 14(d) (4) OF THE  
SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 10)

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DANA CORPORATION  
(Name of Subject Company)

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DANA CORPORATION  
(Name of Person(s) Filing Statement)

Common Stock, Par Value \$1.00 Per Share  
(including the Associated Series A Junior  
Participating Preferred Stock Purchase Rights)  
(Title of Class of Securities)

235811 10 6  
(CUSIP Number of Class of Securities)

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Michael L. DeBacker, Esq.  
Vice President, General Counsel and Secretary  
Dana Corporation  
4500 Dorr Street  
Toledo, Ohio 43615  
(419) 535-4500  
(Name, Address and Telephone Number of Person Authorized to Receive Notice and  
Communications on Behalf of the Person(s) Filing Statement)

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With copies to:

Adam O. Emmerich, Esq.  
David C. Karp, Esq.  
Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, New York 10019  
(212) 403-1000

[ ] Check the box if the filing relates solely to preliminary communications made  
before the commencement of a tender offer.

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The purpose of this amendment is to amend and supplement Items 8 and 9 in the Solicitation/Recommendation Statement on Schedule 14D-9 previously filed by Dana Corporation, a Virginia corporation, on July 22, 2003, as thereafter amended, and to add additional Exhibits and revise the Exhibit Index accordingly.

Item 8. Additional Information to be Furnished.  
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The "Litigation" section of Item 8 is hereby amended by adding the following paragraphs to the end of such section:

On August 22, 2003, the Company and its directors filed with the Circuit Court for the City of Buena Vista, Virginia their answer to ArvinMeritor's amended complaint in the State Action.

A copy of the answer in the State Action is attached hereto as Exhibit (a) (20) and is hereby incorporated herein by reference. The foregoing description is qualified in its entirety by reference to Exhibit (a) (20).

Item 9. Exhibits.  
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| Exhibit No. | Description  |
|-------------|--|
| (a) (20)    | Answer filed by the Company and its directors on August 22, 2003, in the Circuit Court for the City of Buena Vista, Virginia |

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DANA CORPORATION

By: /s/ Joseph M. Magliochetti  
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Joseph M. Magliochetti  
Chairman of the Board and  
Chief Executive Officer

Dated: August 22, 2003

INDEX OF EXHIBITS

| Exhibit No. | Description  |
|-------------|--|
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