



# 2025 Second-Quarter Earnings Conference Call

August 5, 2025

Value Others | Inspire Innovation | Grow Responsibly | Win Together



# Safe Harbor Statement

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Certain statements and projections contained in this presentation are, by their nature, forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on our current expectations, estimates and projections about our industry and business, management's beliefs, and certain assumptions made by us, all of which are subject to change. Forward-looking statements can often be identified by words such as "anticipates," "expects," "intends," "plans," "predicts," "believes," "seeks," "estimates," "may," "will," "should," "would," "could," "potential," "continue," "ongoing," similar expressions, and variations or negatives of these words. These forward-looking statements are not guarantees of future results and are subject to risks, uncertainties and assumptions that could cause our actual results to differ materially and adversely from those expressed in any forward-looking statement. Dana's Annual Report on Form 10-K, subsequent Quarterly Reports on Form 10-Q, recent Current Reports on Form 8-K, and other Securities and Exchange Commission filings discuss important risk factors that could affect our business, results of operations and financial condition. The forward-looking statements in this presentation speak only as of this date. Dana does not undertake any obligation to revise or update publicly any forward-looking statement for any reason.

# Agenda

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## **Craig Barber**

Senior Director, Investor  
Relations and Corporate  
Communications

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### **Introduction**

## **R. Bruce McDonald**

Chairman and  
Chief Executive Officer

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### **Business Review**

## **Timothy Kraus**

Senior Vice President and  
Chief Financial Officer

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### **Financial Review**

# Second-Quarter Highlights

## Announced definitive agreement to sell off-highway business

- \$2.7 billion purchase price; \$2.4 billion net cash proceeds
- Expected to close late in the fourth quarter of 2025

## Announced \$1 billion capital return authorization and \$2 billion debt reduction plan

- Increasing 2025 capital return to \$600 million
- Repurchased 14.6 million shares in Q2, or 10% of shares outstanding; returning \$257 million to shareholders
- Anticipating \$100 million to \$150 million share repurchase in Q3

## Realized \$59 million cost savings in Q2, \$110 million to date

- Cost reduction initiatives on track, increasing program goal to \$310 million

## Tariff landscape continues to evolve

- Expecting to recover majority of cost this year
- Mitigation actions ongoing

## Balance of the year outlook

- Light-truck demand remains stable, NA commercial-vehicle demand softening, partially offset by improvements in SA and EU
- 2025 profit guidance increased by \$35 million, FCF by \$50 million for continuing operations

***Strong Q2 Results, Full-Year Guidance increased***

# New Dana: Focused Markets and Technologies



~\$7.7B

2024 sales<sup>1</sup>

65

major manufacturing facilities

26

countries with Dana presence

6

continents

~28,000

employees globally

5,000+

customers in 120 countries

**PRODUCTS**  
OEM & Aftermarket

## SEGMENTS

### LIGHT VEHICLE



### COMMERCIAL VEHICLE



## TECHNOLOGIES



### DRIVE

Axles, e-Axles, propshafts / driveshafts, conventional, hybrid and BEV transmissions



### ELECTRODYNAMIC

Motors, inverters, controllers, software, and bi-polar fuel-cell plates



### THERMAL

Battery, motor, and electronics cooling; transmission and engine oil cooling; charge air cooling; active warm-up; thermal-acoustical protective shielding



### SEALING

Battery and inverter housing gaskets; cam covers, oil pan modules, engine and transmission gaskets and seals, transmission separator plates



# 2025 Full-Year Financial Guide



## 2025 Revised Guidance Midpoints

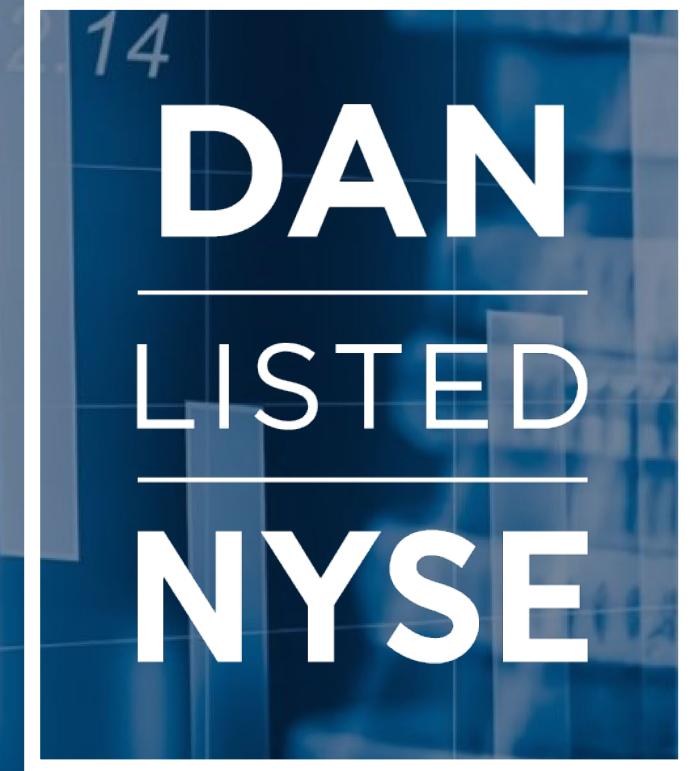
(\$ in millions)

	Continuing Ops	Discontinued Ops	Total Dana
<b>Prior Sales Guidance</b>	~\$7,150	~\$2,625	~\$9,775
YTD Guidance Update	\$250	\$(125)	\$125
<b>New Sales Guidance</b>	<b>~\$7,400</b>	<b>~\$2,500</b>	<b>~\$9,900</b>
 <b>Prior Adj EBITDA Guidance</b>	 ~\$600	 ~\$375	 ~\$975
Guidance Update	\$35	\$(20)	\$15
Temporary Stranded Costs	\$(60)	\$60	\$0
<b>New Adj EBITDA Guidance</b>	<b>~\$575</b>	<b>~\$415</b>	<b>~\$990</b>
 <b>Prior Adj FCF Guidance</b>	 ~\$225		 ~\$225
Earnings/Restructuring/Tax	\$(5)		\$(5)
Working Capital	\$50		\$50
Capital Spending, Net	\$5		\$5
<b>New Adj FCF Guidance</b>	<b>~\$275</b>		<b>~\$275</b>

See appendix for comments regarding the presentation of non-GAAP measures



# Financial Review



# 2025 Q2 Financial Results



- Reduced sales YoY largely driven by continued lower demand in all end markets
- Efficiency improvements and cost savings actions offsetting some margin impact of lower sales and tariff costs

## Changes from Prior Year

(\$ in millions, except EPS)

	Continuing Ops			Discontinued Ops		
	<u>Q2 '25</u>	<u>Q2 '24</u>	<u>Change</u>	<u>Q2 '25</u>	<u>Q2 '24</u>	<u>Change</u>
<b>Sales</b>	\$ 1,935	\$ 2,047	\$ (112)	\$ 662	\$ 726	\$ (64)
<b>Adjusted EBITDA</b>	145	110	35	111	136	25
<b>Margin</b>	7.5%	5.4%	210 bps	16.8%	18.7%	(190) bps
<b>Earnings Before Income Tax</b>	(24)	(53)	30	77	120	(43)

### Continuing Operations:

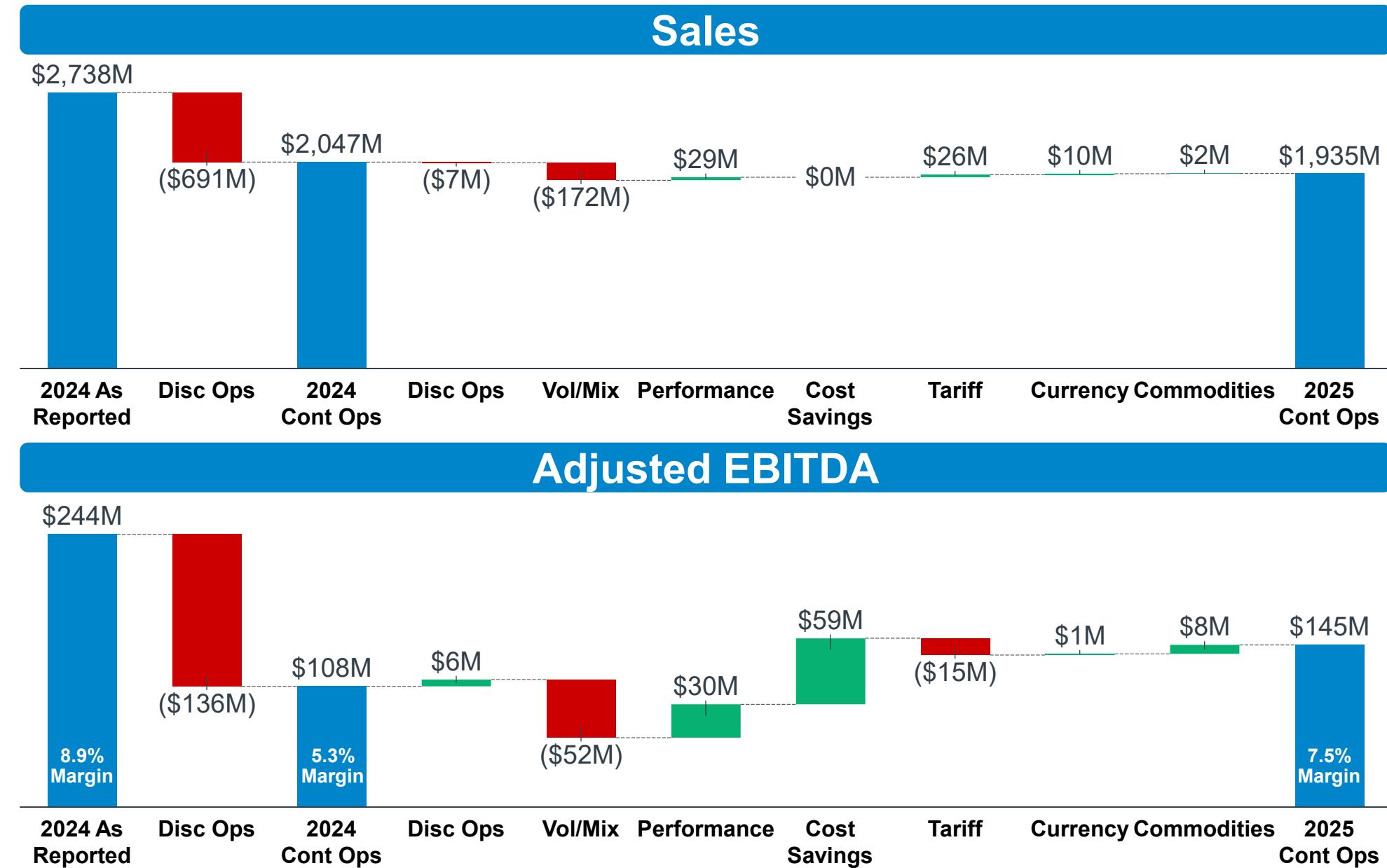
- Will be reported for all periods in Dana financial reports going forward
- Sales have been restated to include intercompany sales to Off-Highway as 3<sup>rd</sup> party
- Adjusted EBITDA includes all stranded and unallocated costs
- Cash flow includes cash from both cont and disc ops to align with deal structure

See appendix for comments regarding the presentation of non-GAAP measures

# 2025 Q2 Sales and Profit Changes



- Results are presented excluding the Off-Highway business which is now considered discontinued operations
- Reduced sales YoY largely driven by continued lower demand in all end markets
- Operating efficiency efforts mitigated the margin impact from volume declines
- Further accelerated cost savings actions more than offset the remaining margin gap from end-market demand, and were ahead of Plan
- Modest tariff impacts in Q2, with meaningful quarterly profit impact due to time lag in recoveries
- Lower commodity prices vs. prior year drove a moderate margin tailwind



See appendix for comments regarding the presentation of non-GAAP measures

# 2025 Q2 Free Cash Flow



- Free cash flow includes cash generated from both continuing and discontinued operations, to align with deal structure
- One-time costs increased due to restructuring and strategic transactions
- Higher taxes driven by JV disposals, timing of payments, and jurisdictional mix
- Working capital use due to timing after Q1 overperformance
- Capital spending lower due to timing of investments

## Changes from Prior Year

(\$ in millions)

	2025	2024	Change
<b>Adjusted EBITDA Cont Ops</b>	\$ 145	\$ 108	\$ 37
<b>Adjusted EBITDA Disc Ops</b>	\$ 111	\$ 136	\$ (25)
<b>One-Time Costs<sup>1</sup></b>	(15)	(7)	(8)
<b>Interest, Net</b>	(28)	(26)	(2)
<b>Taxes</b>	(62)	(40)	(22)
<b>Working Capital / Other<sup>2</sup></b>	(115)	44	(159)
<b>Capital Spending, Net</b>	(41)	(111)	70
<b>Adjusted Free Cash Flow</b>	\$ (5)	\$ 104	\$ (109)

<sup>1</sup> Includes costs associated with business acquisitions and divestitures and restructuring. <sup>2</sup> Changes in working capital relating to interest, taxes, restructuring, and transaction costs are included in those respective categories. See appendix for comments regarding the presentation of non-GAAP measures.

# 2025 Full-Year Financial Guide



## 2025 Revised Guidance Ranges

- Current sales and adjusted EBITDA guidance excludes the discontinued Off-Highway operations for the full year
- Tariff assumption includes recovery of majority of gross impact within the calendar year

	Continuing Operations Guidance	Midpoint of Prior Guidance Method <sup>1</sup>
<b>Sales</b>	~\$7.4B ±\$150M \$250M	~\$9.9B (previous ~\$9.8B) \$125M
<b>Adjusted EBITDA</b>	~\$575M ±\$35M \$35M	~\$990M (previous ~\$975M) \$15M
<b>Implied adjusted EBITDA margin</b>	~7.4% to ~8.1%	~10%
<b>Adjusted free cash flow</b>	~\$275M ±\$50M \$50M	~\$275M (previous \$225M) \$50M

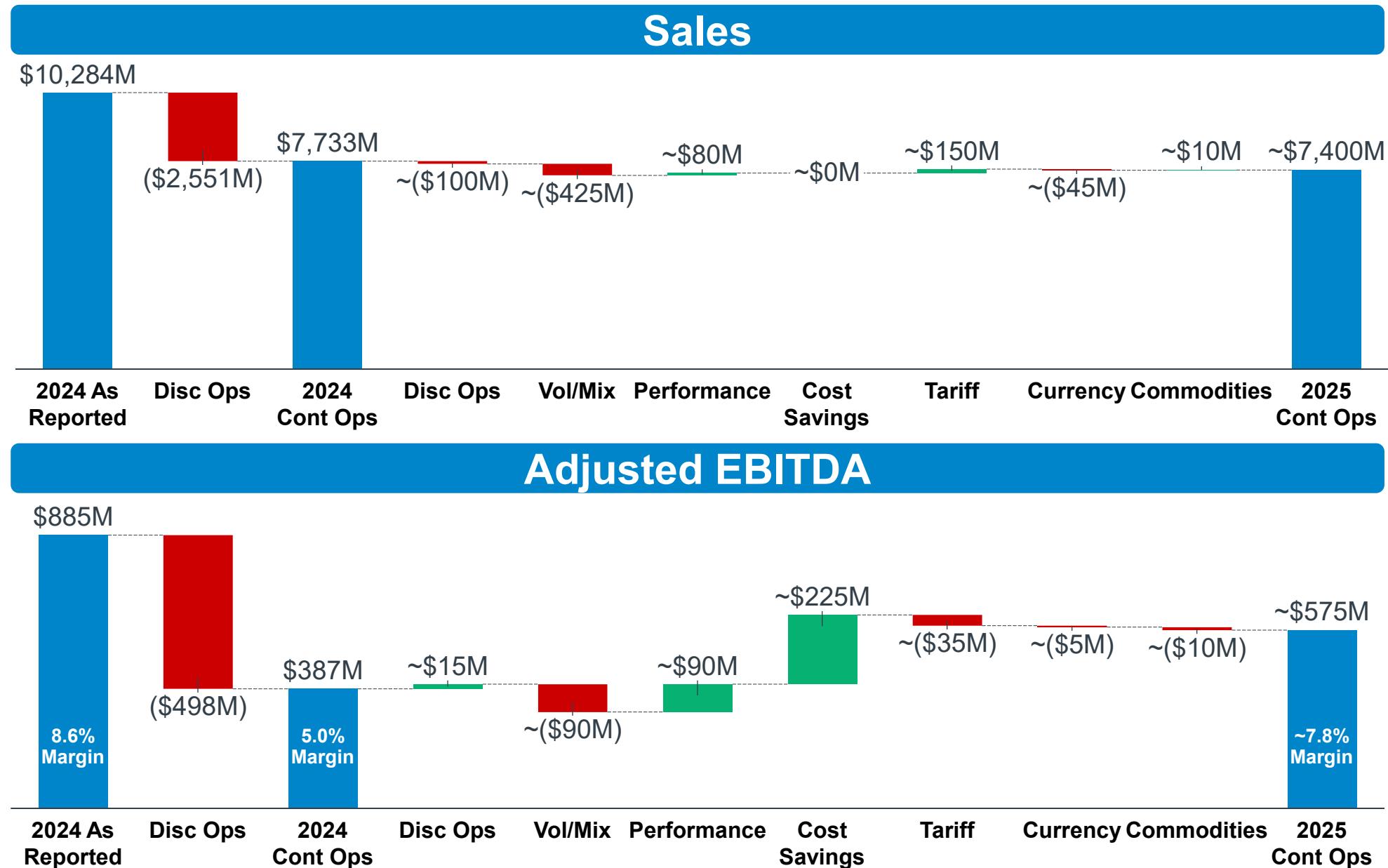
<sup>1</sup>Illustrative showing the discontinued operations as included

See appendix for comments regarding the presentation of non-GAAP measures

# 2025 Full-Year Sales and Profit Changes



- Results are presented excluding the Off-Highway business which is now considered discontinued operations
- Profit impact of volume declines more than offset by pricing and operating efficiency efforts
- Anticipated tariffs driving negative profit and margin impacts due to lags in recoveries
- Still expecting modest currency headwinds due to weaker euro compared to U.S. dollar



See appendix for comments regarding the presentation of non-GAAP measures

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**Performance Driven by Strong Execution and Cost Savings, Partially Offsetting Lower Volume**

# 2025 Full-Year Free Cash Flow



- Higher profit, improved working capital efficiency, and lower capital investment requirements driving improvement over last year
- Increase in net interest payments due to higher rates
- Higher taxes driven by JV disposals, timing of payments, and jurisdictional mix

## Changes from Prior Year

(\$ in millions)

	<u>2025</u>	<u>2024</u>	<u>Change</u>
<b>Adjusted EBITDA Cont Ops</b>	\$ ~575	\$ 387	\$ ~190
<b>Adjusted EBITDA Disc Ops</b>	\$ ~415	\$ 498	\$ ~(85)
<b>One-Time Costs<sup>1</sup></b>	(70)	(46)	(25)
<b>Interest, Net</b>	(160)	(149)	(10)
<b>Taxes</b>	(190)	(172)	(20)
<b>Working Capital / Other<sup>2</sup></b>	30	(68)	100
<b>Capital Spending, Net</b>	(325)	(369)	45
<b>Adjusted Free Cash Flow</b>	\$ ~275	\$ 81	\$ ~195

<sup>1</sup> Includes costs associated with business acquisitions and divestitures and restructuring. <sup>2</sup> Changes in working capital relating to interest, taxes, restructuring, and transaction costs are included in those respective categories. See appendix for comments regarding the presentation of non-GAAP measures.

# Balance Sheet and Capital Allocation



## Liquidity & Debt Capital

	<b>Cash Balance<sup>1</sup></b>	<b>\$486M</b>
	<b>Revolver Capacity<sup>2</sup></b>	<b>\$865B</b>
	<b>Liquidity<sup>2</sup></b>	<b>~\$1.35B</b>

<sup>1</sup>Available cash and cash equivalents as of 6/30/25

<sup>2</sup>Includes \$250M repayment on 7/31/2025

## Capital Allocation Priorities

### Organic Growth

- Allocate capital internally to highest-return opportunities
- Drive profitable organic growth

### Debt Repayment

- Achieve ~1x net leverage target over the business cycle
- Reduce interest expense, enhance operating flexibility

### Return of Capital

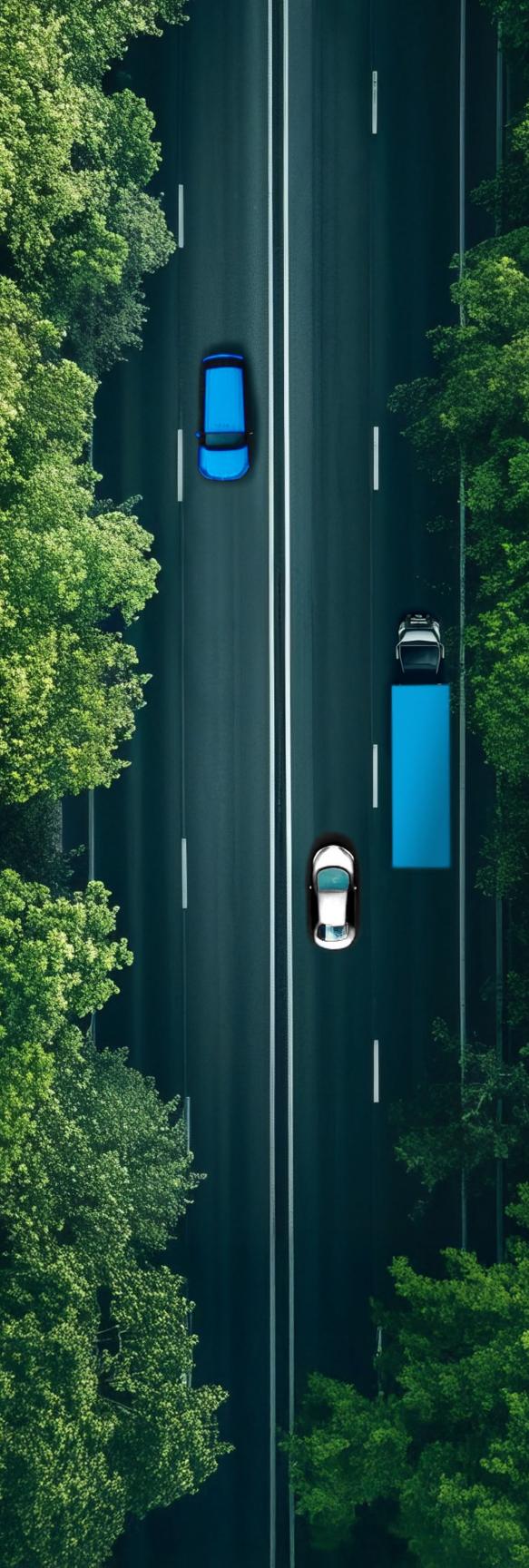
- Return cash to shareholders via dividends and opportunistic share repurchases
- Authorization of up to \$1B in capital return through 2027 in addition to existing dividend
  - \$600M in 2025
  - YE share count expected to be reduced by ~25% YoY<sup>3</sup>

## Year-End Debt and Equity Outlook

	<b>Net Leverage</b>	<b>~0.7x</b>
	<b>Shares Outstanding<sup>3</sup></b>	<b>~110M</b>

<sup>3</sup>Estimated shares outstanding on Dec. 31, 2025 based on representative share price of \$16.00

# New Dana: Outlook 2026 and Beyond



**\$310M cost savings plan on track for 2026**

**Anticipate that in 2026, New Dana will have:**

- Adjusted EBITDA margins of 10%-10.5%
  - Cost savings plan: +100 bps
  - Accretive new business: +60 bps
  - Eliminated stranded costs: +50 bps
  - Additional operational performance: +40 bps
- Significantly lower cash taxes and interest of ~\$200M
- Adjusted free cash flow of ~4% of sales

**\$1B capital return to shareholders authorized through 2027**

- In addition to existing dividend

**Growth trajectory maintained**

- Robust three-year new sales backlog
- Continue to invest to win new business

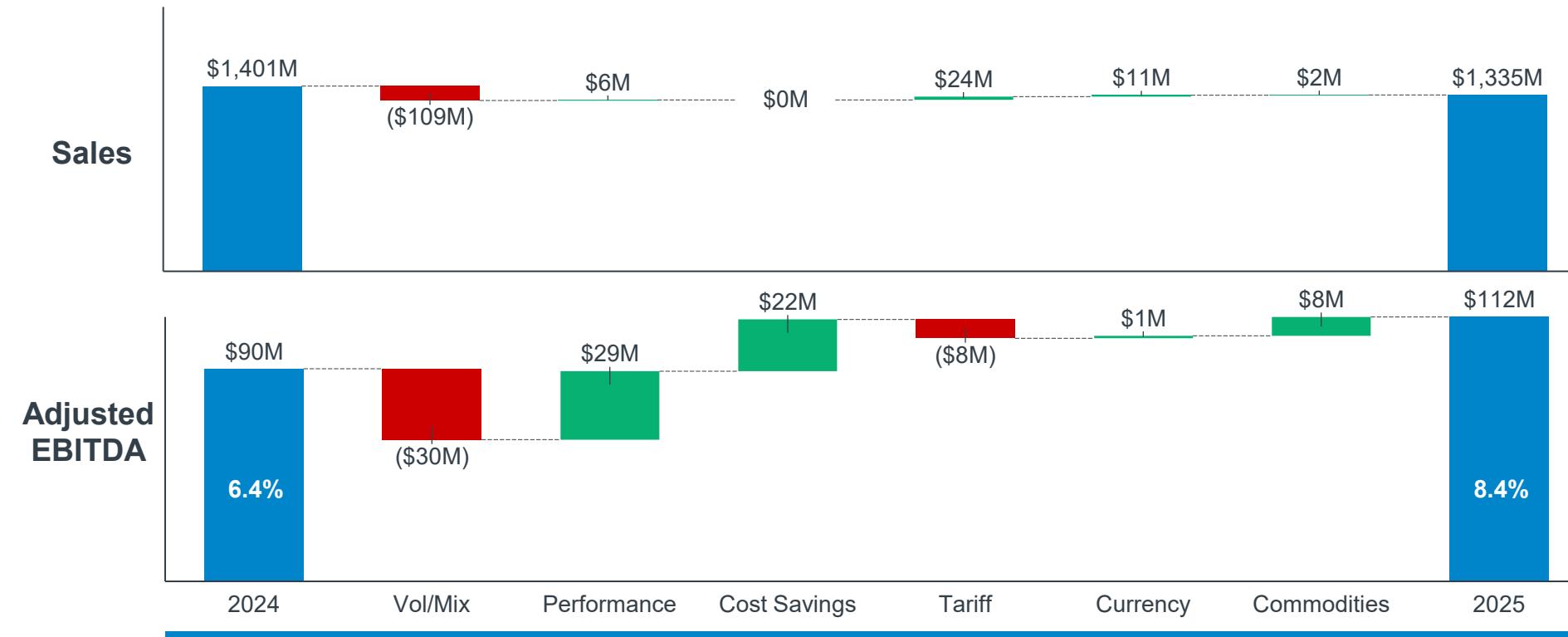
# Appendix



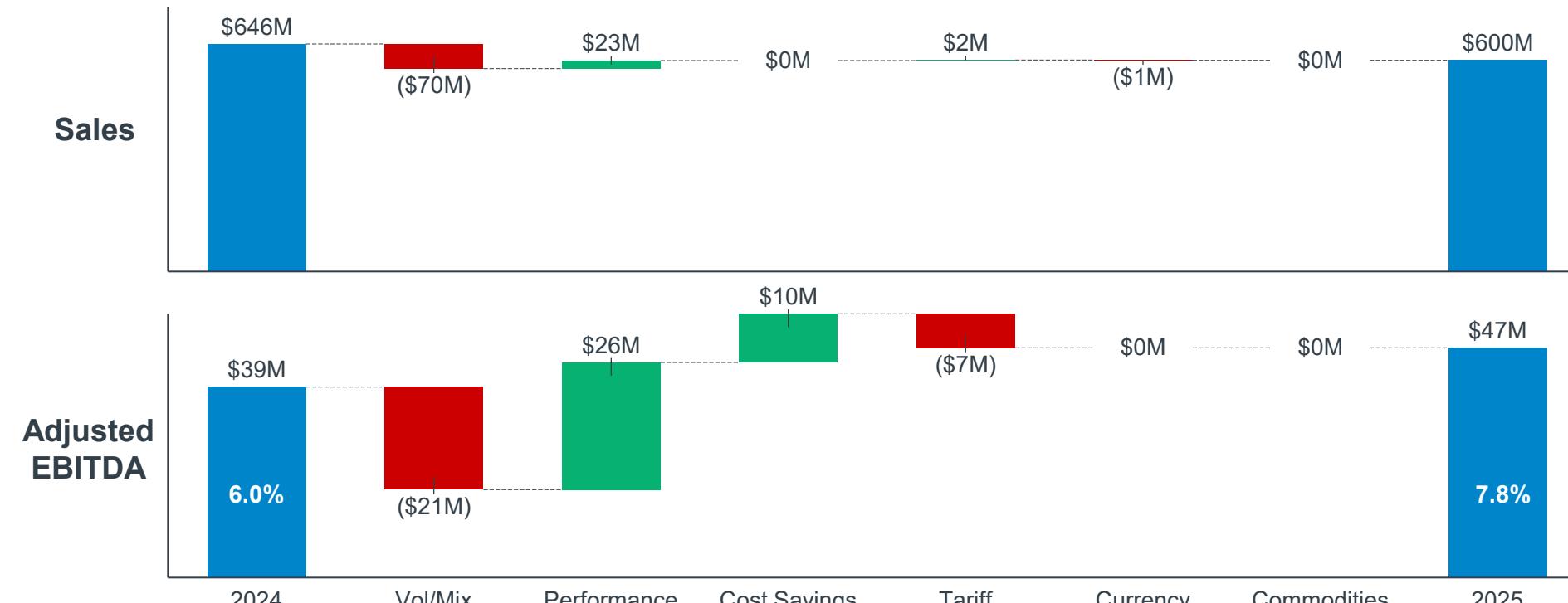
# 2025 Q2 Sales and Profit Change by Segment



**Light Vehicle Systems**



**Commercial Vehicle Systems**



See appendix for comments regarding the presentation of non-GAAP measures

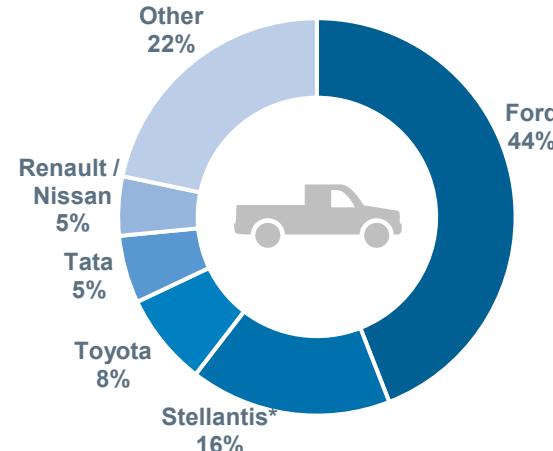
# Segment Profiles



## REGIONAL SALES

### Light Vehicle Systems

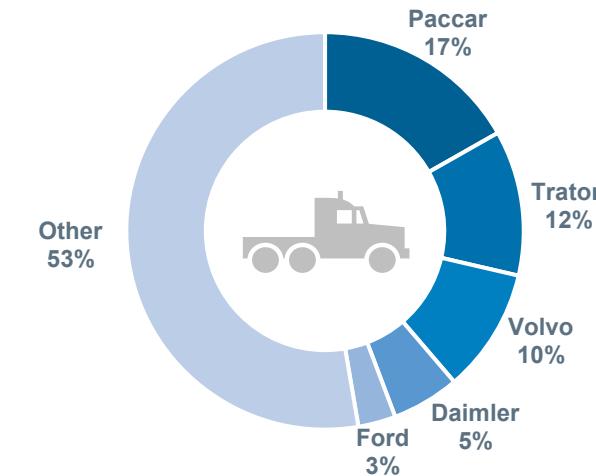
Year to Date 6/30/2025



\* Includes sales to systems *integrations* for driveline products that support Stellantis vehicles

### Commercial Vehicle Systems

Year to Date 6/30/2025



# Segment Data



**DANA INCORPORATED**  
**Segment Sales and Adjusted EBITDA (Unaudited)**  
**For the Three Months Ended June 30, 2025 and 2024**

(In millions)	Three Months Ended	
	June 30, 2025	2024
<b>Sales</b>		
Light Vehicle	\$ 1,335	\$ 1,401
Commercial Vehicle	600	646
<b>Total Sales</b>	<b>\$ 1,935</b>	<b>\$ 2,047</b>
<b>Adjusted EBITDA</b>		
Light Vehicle	\$ 112	\$ 90
Commercial Vehicle	47	39
Corporate expense and other items, net	(14)	(21)
<b>Adjusted EBITDA</b>	<b>\$ 145</b>	<b>\$ 108</b>

**DANA INCORPORATED**  
**Segment Sales and Adjusted EBITDA (Unaudited)**  
**For the Six Months Ended June 30, 2025 and 2024**

(In millions)	Six Months Ended	
	June 30, 2025	2024
<b>Sales</b>		
Light Vehicle	\$ 2,548	\$ 2,763
Commercial Vehicle	1,168	1,299
<b>Total Sales</b>	<b>\$ 3,716</b>	<b>\$ 4,062</b>
<b>Adjusted EBITDA</b>		
Light Vehicle	\$ 180	\$ 168
Commercial Vehicle	88	72
Corporate expense and other items, net	(32)	(45)
<b>Adjusted EBITDA</b>	<b>\$ 236</b>	<b>\$ 195</b>

# Segment Data Continued



## DANA INCORPORATED

### Reconciliation of Loss from Continuing Operations before Income Taxes to Adjusted EBITDA (Unaudited) For the Three Months Ended June 30, 2025 and 2024

(In millions)	Three Months Ended		(In millions)	Six Months Ended		
	June 30,			June 30,		
	2025	2024		2025	2024	
Loss from continuing operations before income taxes	\$ (24)	\$ (53)	Loss from continuing operations before income taxes	\$ (55)	\$ (129)	
Interest income	(4)	(1)	Interest income	(6)	(4)	
Interest expense	44	40	Interest expense	83	78	
Depreciation	88	91	Depreciation	170	171	
Amortization	3	3	Amortization	6	7	
Non-service cost components of pension and OPEB costs	2	4	Non-service cost components of pension and OPEB costs	5	7	
Restructuring charges, net	11	11	Restructuring charges, net	13	16	
Stock compensation expense	10	8	Stock compensation expense	23	13	
Strategic transaction expenses	5	3	Strategic transaction expenses	6	4	
Loss on sale of property, plant and equipment	-	1	(Gain) loss on sale of property, plant and equipment	(1)	1	
Loss on divestiture of ownership interests	7	-	Supplier capacity charge adjustment	(19)	-	
Loss on disposal group previously held for sale	-	1	Loss on divestiture of ownership interests	7	-	
Other items	3	-	Loss on disposal group previously held for sale	-	30	
Adjusted EBITDA	<u>\$ 145</u>	<u>\$ 108</u>	Other items	4	1	
			Adjusted EBITDA	<u>\$ 236</u>	<u>\$ 195</u>	

## DANA INCORPORATED

### Reconciliation of Loss from Continuing Operations before Income Taxes to Adjusted EBITDA (Unaudited) For the Six Months Ended June 30, 2025 and 2024

(In millions)	Three Months Ended		(In millions)	Six Months Ended		
	June 30,			June 30,		
	2025	2024		2025	2024	
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Interest income	(4)	(1)	Interest income	(6)	(4)	
Interest expense	44	40	Interest expense	83	78	
Depreciation	88	91	Depreciation	170	171	
Amortization	3	3	Amortization	6	7	
Non-service cost components of pension and OPEB costs	2	4	Non-service cost components of pension and OPEB costs	5	7	
Restructuring charges, net	11	11	Restructuring charges, net	13	16	
Stock compensation expense	10	8	Stock compensation expense	23	13	
Strategic transaction expenses	5	3	Strategic transaction expenses	6	4	
Loss on sale of property, plant and equipment	-	1	(Gain) loss on sale of property, plant and equipment	(1)	1	
Loss on divestiture of ownership interests	7	-	Supplier capacity charge adjustment	(19)	-	
Loss on disposal group previously held for sale	-	1	Loss on divestiture of ownership interests	7	-	
Other items	3	-	Loss on disposal group previously held for sale	-	30	
Adjusted EBITDA	<u>\$ 145</u>	<u>\$ 108</u>	Other items	4	1	
			Adjusted EBITDA	<u>\$ 236</u>	<u>\$ 195</u>	

# Segment Data Continued



## DANA INCORPORATED

**Reconciliation of Earnings from Discontinued Operations before Income Taxes  
to Adjusted EBITDA (Unaudited)  
For the Three Months Ended June 30, 2025 and 2024**

(In millions)	Three Months Ended			
	June 30,			
	2025	2024		
Earnings from discontinued operations before income taxes	\$ 77	\$ 120		
Interest income	(1)	(1)		
Depreciation	12	16		
Amortization	1	2		
Non-service cost components of pension and OPEB costs	1	-		
Strategic transaction expenses	21	-		
Other items	-	(1)		
<b>Adjusted EBITDA</b>	<b>\$ 111</b>	<b>\$ 136</b>		

## DANA INCORPORATED

**Reconciliation of Earnings from Discontinued Operations before Income Taxes  
to Adjusted EBITDA (Unaudited)  
For the Six Months Ended June 30, 2025 and 2024**

(In millions)	Six Months Ended			
	June 30,			
	2025	2024		
Earnings from discontinued operations before income taxes	\$ 144	\$ 231		
Interest income	(2)	(2)		
Depreciation	26	36		
Amortization	3	4		
Non-service cost components of pension and OPEB costs	1	-		
Restructuring charges, net	2	-		
Stock compensation expense	1	1		
Strategic transaction expenses	34	-		
Loss on sale of property, plant and equipment	-	5		
Other items	(1)	(3)		
<b>Adjusted EBITDA</b>	<b>\$ 208</b>	<b>\$ 272</b>		

# Non-GAAP Financial Information

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Adjusted EBITDA is a non-GAAP financial measure which we have defined as net income (loss) before interest, income taxes, depreciation, amortization, equity grant expense, restructuring expense, non-service cost components of pension and other postretirement benefit costs and other adjustments not related to our core operations (gain/loss on debt extinguishment, pension settlements, divestitures, impairment, etc.). Adjusted EBITDA is a measure of our ability to maintain and continue to invest in our operations and provide shareholder returns. We use adjusted EBITDA in assessing the effectiveness of our business strategies, evaluating and pricing potential acquisitions and as a factor in making incentive compensation decisions. In addition to its use by management, we also believe adjusted EBITDA is a measure widely used by securities analysts, investors and others to evaluate financial performance of our company relative to other Tier 1 automotive suppliers. Adjusted EBITDA should not be considered a substitute for earnings (loss) before income taxes, net income (loss) or other results reported in accordance with GAAP. Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies.

Adjusted net income (loss) attributable to the parent company is a non-GAAP financial measure which we have defined as net income (loss) attributable to the parent company, excluding any discrete income tax items, restructuring charges, amortization expense and other adjustments not related to our core operations (as used in adjusted EBITDA), net of any associated income tax effects. This measure is considered useful for purposes of providing investors, analysts and other interested parties with an indicator of ongoing financial performance that provides enhanced comparability to net income (loss) attributable to the parent company reported by other companies. Adjusted net income (loss) attributable to the parent company is neither intended to represent nor be an alternative measure to net income (loss) attributable to the parent company reported in accordance with GAAP.

Diluted adjusted EPS is a non-GAAP financial measure which we have defined as adjusted net income (loss) attributable to the parent company divided by adjusted diluted shares. We define adjusted diluted shares as diluted shares as determined in accordance with GAAP based on adjusted net income (loss) attributable to the parent company. This measure is considered useful for purposes of providing investors, analysts and other interested parties with an indicator of ongoing financial performance that provides enhanced comparability to EPS reported by other companies. Diluted adjusted EPS is neither intended to represent nor be an alternative measure to diluted EPS reported in accordance with GAAP.

Adjusted free cash flow is a non-GAAP financial measure which we have defined as net cash provided by (used in) operating activities less purchases of property, plant and equipment plus proceeds from sale of property, plant and equipment. We believe adjusted free cash flow is useful to investors in evaluating the operational cash flow of the company inclusive of the spending required to maintain the operations. Adjusted free cash flow is not intended to represent nor be an alternative to the measure of net cash provided by (used in) operating activities reported in accordance with GAAP. Adjusted free cash flow may not be comparable to similarly titled measures reported by other companies.

The accompanying financial information provides reconciliations of adjusted EBITDA, diluted adjusted EPS and adjusted free cash flow to the most directly comparable financial measures calculated and presented in accordance with GAAP. We have not provided a reconciliation of our adjusted EBITDA and diluted adjusted EPS outlook to the most comparable GAAP measures of net income (loss) and diluted EPS. Providing net income (loss) and diluted EPS guidance is potentially misleading and not practical given the difficulty of projecting event driven transactional and other non-core operating items that are included in net income (loss) and diluted EPS, including restructuring actions, asset impairments and certain income tax adjustments. The accompanying reconciliations of these non-GAAP measures with the most comparable GAAP measures for the historical periods presented are indicative of the reconciliations that will be prepared upon completion of the periods covered by the non-GAAP guidance.



*People Finding A Better Way*®

