

DANA HOLDING CORP  
Form 8-K/A  
September 12, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

**FORM 8-K/A**

**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): June 30, 2011

**Dana Holding Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-1063**  
(Commission  
File Number)

**26-1531856**  
(IRS Employer  
Identification Number)

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**3939 Technology Drive, Maumee, Ohio 43537**

**(Address of principal executive offices) (Zip Code)**

**(419) 887-3000**

**(Registrant's telephone number, including area code)**

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)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.01 Completion of Acquisition or Disposition of Assets.**

On July 6, 2011, Dana Holding Corporation ( Dana ) filed a Current Report on Form 8-K reporting that on June 30, 2011, Dana completed the acquisition of an additional 46% of equity in Dongfeng Dana Axle Co., Ltd. ( DDAC ) and increased its ownership of the joint venture to 50%.

This Form 8-K/A amends the Current Report on Form 8-K Dana filed on July 6, 2011 to include the financial information required by Item 9.01.

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

**(a) Financial Statements of Businesses Acquired.**

DDAC s audited consolidated financial statements as of and for the year ended December 31, 2010 are attached as Exhibit 99.1 and incorporated by reference.

**(b) Pro Forma Financial Information.**

The unaudited pro forma condensed consolidated financial information related to the DDAC transaction is attached as Exhibit 99.2 and incorporated by reference.

**(d) Exhibits.** The following exhibits are being filed as part of this Current Report on Form 8-K/A.

99.1 DDAC s Audited Consolidated Financial Statements as of and for the year ended December 31, 2010

99.2 Unaudited Pro Forma Condensed Consolidated Financial Information

**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 HOLDING CORPORATION**

Date: September 12, 2011

By: /s/ Marc S. Levin

Name: Marc S. Levin

Title: Senior Vice President, General Counsel and Secretary

**Exhibit Index**

Exhibit No.	Description
99.1	DDAC's Audited Consolidated Financial Statements as of and for the year ended December 31, 2010
99.2	Unaudited Pro Forma Condensed Consolidated Financial Information