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DOW CHEMICAL CO /DE/  
Form 13F-HR  
February 08, 2013

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2012

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

Name: The Dow Chemical Company  
Address: 2030 Dow Center  
Midland, MI 48764

Form 13F File Number: 28-00590

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

Name: Ronald C. Edmonds  
Title: Vice President & Controller  
Phone: 989-636-5018

SIGNATURE, PLACE, AND DATE OF SIGNING:

/s/ RONALD C. EDMONDS

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Ronald C. Edmonds

Midland, MI

February 8, 2013

REPORT TYPE (CHECK ONE ONLY):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

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Number of Other Included Managers: 0  
 Form 13F Information Table Entry Total: 71  
 Form 13F Information Table Value Total: \$1,164,654  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Form 13F  
 No. File Number                      Name

FORM 13F  
 Name of Reporting Manager: The Dow Chemical Company

ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6: INVESTMENT DISCRETION			
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE IN (000'S)	SHARES	SH/ CALL/ PUT	(A) SOLE	(B) SHARED AS DEFINED	(C) SHARED -OTHER
ABBOTT LABS	COM	002824 10 0	4,028	61,500	SH			Sole
ABERCROMBIE & FITCH CO	CL A	002896 20 7	6,057	126,266	SH			Sole
ACME PACKET INC	COM	004764 10 6	885	40,000	SH			Sole
AETNA INC NEW ALLEGHENY TECHNOLOGIES INC	COM	00817Y 10 8	3,005	64,900	SH			Sole
ALLEGHENY TECHNOLOGIES INC	COM	01741R 10 2	1,518	50,000	SH			Sole
ALLEGHENY TECHNOLOGIES INC	CALL	017175 90 0	13	10,000	SH	Call		Sole
AMAZON COM INC	COM	023135 10 6	377	1,500	SH			Sole
AMGEN INC	COM	031162 10 0	1,839	21,300	SH			Sole
AMICUS THERAPEUTICS INC	COM	03152W 10 9	59	22,162	SH			Sole
APPLE INC	COM	037833 10 0	3,358	6,300	SH			Sole
ARCHER DANIELS MIDLAND CO	COM	039483 10 2	2,684	98,000	SH			Sole
AT&T INC	COM	00206R 10 2	3,540	105,000	SH			Sole
BAKER HUGHES INC	COM	057224 10 7	3,880	95,000	SH			Sole
BANK OF AMERICA CORPORATION	COM	060505 10 4	1,044	90,000	SH			Sole
BAXTER INTL INC BOSTON SCIENTIFIC CORP	COM	071813 10 9	3,333	50,000	SH			Sole
BOSTON SCIENTIFIC CORP	COM	101137 10 7	2,091	365,000	SH			Sole
BOSTON SCIENTIFIC CORP	CALL	101137 90 7	36	50,000	SH	Call		Sole
BROADCOM CORP	CL A	111320 10 7	711	21,400	SH			Sole

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CISCO SYS INC	COM	17275R 10 2	7,842	399,100	SH		Sole
CISCO SYS INC	CALL	17275R 90 2	5	20,000	SH	Call	Sole
CITIGROUP INC	COM NEW	172967 42 4	2,730	69,000	SH		Sole
CORNING INC	COM	219350 10 5	5,672	449,480	SH		Sole
ENTROPIC COMMUNICATIONS INC	COM	29384R 10 5	1,621	306,444	SH		Sole
FACEBOOK INC	CL A	30303M 10 2	5,215	195,846	SH		Sole
GENERAL MTRS CO	COM	37045V 10 0	7,842	272,000	SH		Sole
GILEAD SCIENCES INC	COM	375558 10 3	1,219	16,600	SH		Sole
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	1,148	9,000	SH		Sole
GOODYEAR TIRE & RUBR CO	COM	382550 10 1	1,381	100,000	SH		Sole
GREEN MTN COFFEE ROASTERS IN	COM	393122 10 6	4,657	112,600	SH		Sole
HALLIBURTON CO	COM	406216 10 1	3,226	93,000	SH		Sole
HARTFORD FINL SVCS GROUP INC	CALL	416515 90 4	49	30,000	SH	Call	Sole
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	1,346	60,000	SH		Sole
HOME INNS & HOTELS MGMT INC	SPON ADR	43713W 10 7	497	17,200	SH		Sole
INSULET CORP	COM	45784P 10 1	432	20,375	SH		Sole
ISHARES INC	MSCI JAPAN	464286 84 8	26,130	2,680,000	SH		Sole
ISHARES TR	CORE S&P500 ETF	464287 20 0	60,296	421,412	SH		Sole
ISHARES TR	MSCI EMERG MKT	464287 23 4	324,177	7,309,518	SH		Sole
ISHARES TR	S&P 100 IDX FD	464287 10 1	16,383	253,300	SH		Sole
JOHNSON CTLS INC	COM	478366 10 7	5,142	167,500	SH		Sole
JOY GLOBAL INC	COM	481165 10 8	4,363	68,400	SH		Sole
JUNIPER NETWORKS INC	COM	48203R 10 4	7,986	406,000	SH		Sole
KRAFT FOODS GROUP INC	COM	50076Q 10 6	1,546	34,000	SH		Sole
MCDONALDS CORP	COM	580135 10 1	882	10,000	SH		Sole
MICROSOFT CORP	COM	594918 10 4	2,005	75,000	SH		Sole
MICROSOFT CORP	CALL	594918 90 4	20	20,000	SH	Call	Sole
MOLSON COORS BREWING CO	CL B	60871R 20 9	1,412	33,000	SH		Sole
MONDELEZ INTL INC	CL A	609207 10 5	3,617	142,000	SH		Sole
MOSAIC CO NEW NABORS	COM	61945C 10 3	2,463	43,500	SH		Sole
INDUSTRIES LTD	SHS	G6359F 10 3	2,196	152,000	SH		Sole
NETAPP INC	COM	64110D 10 4	3,402	101,400	SH		Sole
NVIDIA CORP	COM	67066G 10 4	123	10,000	SH		Sole
NYSE EURONEXT PETROLEO	COM	629491 10 1	1,390	44,063	SH		Sole
BRASILEIRO SA PETRO	SPONSORED ADR	71654V 40 8	3,660	188,000	SH		Sole
PROCTER & GAMBLE CO	COM	742718 10 9	7,637	112,490	SH		Sole
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y 20 9	1,071	26,821	SH		Sole
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y 40 7	24,799	522,852	SH		Sole

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SELECT SECTOR	SBI CONS						
SPDR TR	STPLS	81369Y 30 8	15,405	442,294	SH		Sole
SELECT SECTOR	SBI INT-						
SPDR TR	ENERGY	81369Y 50 6	4,212	58,963	SH		Sole
SELECT SECTOR							
SPDR TR	SBI INT-FINL	81369Y 60 5	33,817	2,062,003	SH		Sole
SELECT SECTOR							
SPDR TR	TECHNOLOGY	81369Y 80 3	5,211	180,000	SH		Sole
SELECT SECTOR							
SPDR TR	SBI INT-UTILS	81369Y 88 6	16,730	478,696	SH		Sole
SELECT SECTOR							
SPDR TR	SBI INT-INDS	81369Y 70 4	24,563	648,107	SH		Sole
SPDR DOW JONES							
INDL AVRG ETF	UT SER 1	78467X 10 9	22,390	171,050	SH		Sole
SPDR S&P 500 ETF							
TR	TR UNIT	78462F 10 3	411,769	2,889,201	SH		Sole
SPLUNK INC	COM	848637 10 4	2,264	78,000	SH		Sole
SYMANTEC CORP	COM	871503 10 8	530	28,200	SH		Sole
UNITED STATES							
STL CORP NEW	COM	912909 10 8	358	15,000	SH		Sole
VALERO ENERGY							
CORP NEW	COM	91913Y 10 0	3,071	90,000	SH		Sole
VANGUARD INDEX	LARGE CAP						
FDS	ETF	922908 63 7	11,077	170,000	SH		Sole
VANGUARD INTL	MSCI EMR						
EQUITY INDEX F	MKT ETF	922042 85 8	28,990	651,022	SH		Sole
WEATHERFORD							
INTERNATIONAL							
LT	REG SHS	H27013 10 3	224	20,000	SH		Sole
GRAND TOTAL				1,164,654			