

DOW CHEMICAL CO /DE/

Form 424B3

April 28, 2014

The information in this preliminary pricing supplement is not complete and may be changed. This preliminary pricing supplement and the accompanying prospectus supplement and prospectus are not offers to sell these securities and are not soliciting an offer to buy these securities in any jurisdiction where the offer or sale is not permitted.

Subject to completion

## Preliminary Pricing Supplement dated April 28, 2014

Filed under 424(b)(3), Registration Statement No. 333-186728

Pricing Supplement No. 164 - Dated Monday, April 28, 2014 (To: Prospectus Dated February 19, 2013, and Prospectus Supplement Dated February 19, 2013)

CUSIP Number	Principal Selling Amount	Price	Gross Concession	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor Option	Product Ranking
26054LWM1		100%	1.250%		2.400%	Semi-	05/15/2019	11/15/2014	\$ 12.47	Yes	Senior Unsecured Notes
						Annual					

Redemption Information: Callable at 100% on 05/15/2015 and every coupon date thereafter

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, Incapital LLC **Agents:** Citi, Merrill Lynch, Morgan Stanley, UBS Securities LLC, Wells Fargo Advisors, LLC

The Dow Chemical Company InterNotes will be subject to redemption at the option of The Dow Chemical Company, in whole on the interest payment date occurring on 05/15/2015 and on any interest payment date thereafter at a redemption price equal to 100% of the principal amount of the The Dow Chemical Company InterNotes plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus.

26054LWN9		100%	1.450%		3.150%	Semi-	05/15/2021	11/15/2014	\$ 16.36	Yes	Senior Unsecured Notes
						Annual					

Redemption Information: Callable at 100% on 05/15/2015 and every coupon date thereafter

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, Incapital LLC **Agents:** Citi, Merrill Lynch, Morgan Stanley, UBS Securities LLC, Wells Fargo Advisors, LLC

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26054LWP4	100%	1.800%	3.650%	Semi- Annual	05/15/2024	11/15/2014	\$ 18.96	Yes	Senior Unsecured Notes
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**Redemption Information: Callable at 100% on 05/15/2015 and every coupon date thereafter**

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Trade Date: Monday, May 5, 2014 @ 12:00  
PM ET Settle Date: Thursday, May 8, 2014

**The Dow Chemical Company**

The Dow Chemical Company

Minimum Denomination/Increments:  
\$1,000.00/\$1,000.00

**The Dow Chemical Company InterNotes**

2030 Willard H. Dow Center

Midland, Michigan 48674

Initial trades settle flat and clear SDFS: DTC Book  
Entry only DTC Number 0235 via RBC Dain  
Rauscher Inc

If the maturity date or an interest payment date for any note is not a business day (as term is defined in prospectus), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.

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