Edgar Filing: DOW CHEMICAL CO /DE/ - Form 424B2

DOW CHEMICAL CO /DE/ Form 424B2 March 11, 2013

## CALCULATION OF REGISTRATION FEE

	Maximum Aggregate	Amount of		
Title of Each Class of Securities Offered	Offering Price	Regis	tration Fee	
1.800% InterNotes® Due March 15, 2018	\$ 3,053,000	\$	416.43	
2.600% InterNotes® Due March 15, 2020	\$ 2,750,000	\$	375.10	
3.250% InterNotes® Due March 15, 2023	\$ 6,612,000	\$	901.88	

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Filed under 424(b)(2), Registration Statement No. 333-186728

Pricing Supplement No. 129 - Dated Monday, March 11, 2013 (To: Prospectus Dated February 19, 2013, and Prospectus Supplement Dated February 19, 2013)

**CUSIP** 

	Principal	Selling	Gross		Coupon	Coupon	Maturity	1st Coupon	1st Coupor	Burvivor	s Product
Number	Amount	Price	Concession	Net Proceeds	Rate	Frequency	Date	Date	Amount	Option	Ranking
26054LSC8	\$ 3,053,000.00	100%	6 1.250%	\$ 3,014,837.50	1.800%	Semi-Annual	03/15/2018	09/15/2013	\$ 9.05	Yes	Senior
											Unsecured
											Notes

Redemption Information: Callable at 100.000% on 03/15/2014 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 03/15/2014 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.

26054LSD6	\$ 2,750,000.00	100%	1.450%	\$ 2,710,125.00	2.600%	Semi-Annual	03/15/2020	09/15/2013	\$ 13.07	Yes	Senior
											Unsecured
											Notes

Redemption Information: Callable at 100.000% on 03/15/2014 and every coupon date thereafter

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2	6054LSE4	\$ 6,612,000.00	100%	1.800%	\$ 6,492,984.00	3.250%	Semi-Annual	03/15/2023	09/15/2013	\$ 16.34	Yes	Senior
												Unsecured
												Notes

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Trade Date: Monday, March 11, 2013 @ 12:00 The Dow Chemical Company

PM ET Settle Date: Thursday, March 14, 2013

The Dow Chemical Company
Minimum Denomination/Increments: \$1,000.00/\$1,000.00

The Dow Chemical Company InterNotes

2030 Willard H. Dow Center

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

Midland, Michigan 48674

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.

#### Legal Matters:

In the opinion of Duncan Stuart, Counsel, of The Dow Chemical Company (the Company ), the notes offered by this pricing supplement have been duly authorized, and when executed and issued by the Company, authenticated by the Trustee pursuant to the Indenture, and delivered against payment as contemplated herein, such notes will be legal, valid and binding obligations of the Company enforceable against the Company in accordance with their terms and entitled to the benefits of the Indenture (subject to applicable bankruptcy, reorganization, insolvency, moratorium or other laws affecting creditors rights generally from time to time in effect and to general principles of equity). This opinion is given as of the date hereof and is limited to the law of the State of New York and the General Corporation Law of the State of Delaware as in effect on the date hereof. In addition, this opinion is subject to the same assumptions and qualifications stated in the letter of such counsel dated February 19, 2013, filed in the Company s Current Report on Form 8- K dated February 19, 2013 and incorporated by reference as Exhibit 5.1 to the Company s registration statement on Form S-3 ASR (No.: 333-186728). Capitalized terms used in this paragraph without definition have the meanings ascribed to them in the accompanying Prospectus Supplement.

 $InterNotes @ is a registered \ trademark \ of \ Incapital \ Holdings \ LLC. \ All \ Rights \ Reserved.$