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DOW CHEMICAL CO /DE/
Form 13F-HR
May 01, 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: 03/31/2013

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

Ronald C. Edmonds

Midland, MI

May 1, 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: 61
 Form 13F Information Table Value Total: \$1,134,541
 (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

Page 1 of 1 FORM 13F
 For Period Ending: 03/31/2013 Name of Reporting Manager: The Dow Chemical Company

| Item 1: | Item 2: | Item 3: | Item 4: | Item 5: | Item 6: | | | | |
|--|----------------|--------------|------------------------------|---------|---------|-----------|----------|-----------------------|------------------|
| ----- | ----- | ----- | ----- | ----- | ----- | | | | |
| Name of Issuer | Title of Class | CUSIP Number | Fair Market Value in (000's) | Shares | SH/ PRN | Call/ Put | (a) Sole | (b) Shared as Defined | (c) Shared Other |
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| ABBOTT LABS | COM | 002824 10 0 | 2,172 | 61,500 | SH | | Sole | | |
| ABBVIE INC | COM | 00287Y 10 9 | 2,508 | 61,500 | SH | | Sole | | |
| ABERCROMBIE & FITCH CO | CL A | 002896 20 7 | 2,264 | 49,000 | SH | | Sole | | |
| AETNA INC NEW ALLEGHENY TECHNOLOGIES INC | COM | 00817Y 10 8 | 2,960 | 57,900 | SH | | Sole | | |
| AMAZON COM INC | COM | 01741R 10 2 | 2,061 | 65,000 | SH | | Sole | | |
| AMGEN INC | COM | 023135 10 6 | 400 | 1,500 | SH | | Sole | | |
| AMICUS THERAPEUTICS INC | COM | 031162 10 0 | 615 | 6,000 | SH | | Sole | | |
| APPLE INC | COM | 03152W 10 9 | 70 | 22,162 | SH | | Sole | | |
| ARCHER DANIELS MIDLAND CO | COM | 037833 10 0 | 2,921 | 6,600 | SH | | Sole | | |
| AT&T INC | COM | 039483 10 2 | 3,306 | 98,000 | SH | | Sole | | |
| BAKER HUGHES INC | COM | 00206R 10 2 | 367 | 10,000 | SH | | Sole | | |
| BANK OF AMERICA CORPORATION | COM | 057224 10 7 | 5,244 | 113,000 | SH | | Sole | | |
| BAXTER INTL INC BOSTON SCIENTIFIC CORP | COM | 060505 10 4 | 5,846 | 480,000 | SH | | Sole | | |
| CISCO SYS INC | COM | 071813 10 9 | 4,213 | 58,000 | SH | | Sole | | |
| CITIGROUP INC | COM NEW | 101137 10 7 | 3,319 | 425,000 | SH | | Sole | | |
| COACH INC | COM | 17275R 10 2 | 5,000 | 239,100 | SH | | Sole | | |
| | | 172967 42 4 | 3,053 | 69,000 | SH | | Sole | | |
| | | 189754 10 4 | 5,519 | 110,400 | SH | | Sole | | |

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| | | | | | |
|------------------------------|-----------------|-------------|---------|--------------|-----------|
| CORNING INC | COM | 219350 10 5 | 5,992 | 449,480 SH | Sole |
| DOLLAR TREE INC | COM | 256746 10 8 | 726 | 15,000 SH | Sole |
| ENTROPIC COMMUNICATIONS INC | COM | 29384R 10 5 | 1,247 | 306,444 SH | Sole |
| FACEBOOK INC | CL A | 30303M 10 2 | 6,417 | 250,846 SH | Sole |
| FMC TECHNOLOGIES INC | COM | 30249U 10 1 | 3,236 | 59,500 SH | Sole |
| GENERAL ELECTRIC CO | COM | 369604 10 3 | 462 | 20,000 SH | Sole |
| GENERAL MTRS CO | COM | 37045V 10 0 | 7,400 | 266,000 SH | Sole |
| GILEAD SCIENCES INC | COM | 375558 10 3 | 1,306 | 26,700 SH | Sole |
| GOODYEAR TIRE & RUBR CO | COM | 382550 10 1 | 1,261 | 100,000 SH | Sole |
| GREEN MTN COFFEE ROASTERS IN | COM | 393122 10 6 | 4,541 | 80,000 SH | Sole |
| HALLIBURTON CO | COM | 406216 10 1 | 4,162 | 103,000 SH | Sole |
| HARTFORD FINL SVCS GROUP INC | COM | 416515 10 4 | 774 | 30,000 SH | Sole |
| ISHARES TR | CORE S&P500 ETF | 464287 20 0 | 72,279 | 459,412 SH | Sole |
| ISHARES TR | MSCI EMERG MKT | 464287 23 4 | 312,701 | 7,309,518 SH | Sole |
| JOHNSON CTLS INC | COM | 478366 10 7 | 5,699 | 162,500 SH | Sole |
| JUNIPER NETWORKS INC | COM | 48203R 10 4 | 7,713 | 416,000 SH | Sole |
| KRAFT FOODS GROUP INC | COM | 50076Q 10 6 | 1,237 | 24,000 SH | Sole |
| MERCK & CO INC NEW | COM | 58933Y 10 5 | 3,118 | 70,500 SH | Sole |
| MICROSOFT CORP | COM | 594918 10 4 | 5,436 | 190,000 SH | Sole |
| MONDELEZ INTL INC | CL A | 609207 10 5 | 4,347 | 142,000 SH | Sole |
| MURPHY OIL CORP | COM | 626717 10 2 | 765 | 12,000 SH | Sole |
| NABORS INDUSTRIES LTD | CALL | G6359F 90 3 | 82 | 105,000 SH | Call Sole |
| NABORS INDUSTRIES LTD | SHS | G6359F 10 3 | 5,791 | 357,000 SH | Sole |
| NETAPP INC | COM | 64110D 10 4 | 3,976 | 116,400 SH | Sole |
| NUVASIVE INC | COM | 670704 10 5 | 1,573 | 73,800 SH | Sole |
| NVIDIA CORP | COM | 67066G 10 4 | 128 | 10,000 SH | Sole |
| PETROLEO BRASILEIRO SA | SPONSORED ADR | 71654V 40 8 | 3,612 | 218,000 SH | Sole |
| PROCTER & GAMBLE CO | COM | 742718 10 9 | 5,717 | 74,190 SH | Sole |
| RESEARCH IN MOTION LTD | COM | 760975 10 2 | 145 | 10,000 SH | Sole |
| SELECT SECTOR SPDR TR | SBI HEALTHCARE | 81369Y 20 9 | 7,528 | 163,821 SH | Sole |
| SELECT SECTOR SPDR TR | SBI CONS DISCR | 81369Y 40 7 | 5,869 | 110,827 SH | Sole |
| SELECT SECTOR SPDR TR | SBI CONS STPLS | 81369Y 30 8 | 11,207 | 281,876 SH | Sole |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y 60 5 | 34,779 | 1,912,003 SH | Sole |
| SELECT SECTOR SPDR TR | SBI MATERIALS | 81369Y 10 0 | 8,563 | 218,555 SH | Sole |
| SELECT SECTOR | | | | | |

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|------------------|---------------|-------------|-----------|--------------|------|
| SPDR TR | SBI INT-UTILS | 81369Y 88 6 | 13,415 | 343,533 SH | Sole |
| SELECT SECTOR | | | | | |
| SPDR TR | SBI INT-INDS | 81369Y 70 4 | 36,037 | 863,574 SH | Sole |
| SPDR DOW JONES | | | | | |
| INDL AVRG ETF | UT SER 1 | 78467X 10 9 | 21,239 | 146,050 SH | Sole |
| SPDR S&P 500 ETF | | | | | |
| TR | TR UNIT | 78462F 10 3 | 434,301 | 2,774,201 SH | Sole |
| SPLUNK INC | COM | 848637 10 4 | 3,883 | 97,000 SH | Sole |
| SYMANTEC CORP | COM | 871503 10 8 | 696 | 28,200 SH | Sole |
| UNITED STATES | | | | | |
| STL CORP NEW | COM | 912909 10 8 | 1,658 | 85,000 SH | Sole |
| VANGUARD INTL | FTSE EMR | | | | |
| EQUITY INDEX F | MKT ETF | 922042 85 8 | 27,922 | 651,022 SH | Sole |
| WEATHERFORD | | | | | |
| INTERNATIONAL | | | | | |
| LT | REG SHS | H27013 10 3 | 3,763 | 310,000 SH | Sole |
| | | | ----- | | |
| GRAND TOTAL | | | 1,134,541 | | |
| | | | ----- | | |