

DOW CHEMICAL CO /DE/
Form 424B2
February 27, 2012

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price	Amount of Registration Fee
2.300% InterNotes [®] Due March 15, 2017	\$ 3,454,000	\$ 395.83
3.050% InterNotes [®] Due March 15, 2019	\$ 4,682,000	\$ 536.56
3.650% InterNotes [®] Due March 15, 2022	\$ 3,205,000	\$ 367.29

Filed under 424(b)(2), Registration Statement No. 333-164985

Pricing Supplement No. 108 - Dated Monday, February 27, 2012 (To: Prospectus Dated February 19, 2010, and Prospectus Supplement Dated February 19, 2010)

CUSIP	Principal		Gross	Net	Coupon	Coupon	Maturity	1st Coupon	1st Coupon	Survivor s	Product
Number	Amount	Selling Price	Concession	Proceeds	Rate	Frequency	Date	Date	Amount	Option	Ranking
26054LPM9	\$3,454,000.00	100%	1.250%	\$3,410,825.00	2.300%	Semi-Annual	03/15/2017	09/15/2012	\$12.39	Yes	Senior Unsecured Notes

Redemption Information: Callable at 100.000% on 03/15/2013 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 03/15/2013 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.

26054LPN7	\$4,682,000.00	100%	1.450%	\$4,614,111.00	3.050%	Semi-Annual	03/15/2019	09/15/2012	\$16.44	Yes	Senior Unsecured Notes
-----------	----------------	------	--------	----------------	--------	-------------	------------	------------	---------	-----	------------------------

Redemption Information: Callable at 100.000% on 03/15/2013 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 03/15/2013 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.

26054LPP2	\$3,205,000.00	100%	1.800%	\$3,147,310.00	3.650%	Semi-Annual	03/15/2022	09/15/2012	\$19.67	Yes	Senior Unsecured Notes
-----------	----------------	------	--------	----------------	--------	-------------	------------	------------	---------	-----	------------------------

Redemption Information: Callable at 100.000% on 03/15/2013 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 03/15/2013 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.

Trade Date: Monday, February 27, 2012 @ 12:00 PM ET Settle Date:
Thursday, March 1, 2012

The Dow Chemical Company

The Dow Chemical Company

Minimum Denomination/Increments: \$1,000.00/\$1,000.00 Initial
trades settle flat and clear SDFS: DTC Book Entry only DTC Number
0235 via RBC Dain Rauscher Inc

**The Dow Chemical Company
InterNotes**

2030 Willard H. Dow Center

Midland MI 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 Kenneth Hemler, 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 15,
2012, filed in the Company's Current Report on Form 8-K dated
February 15, 2012 and incorporated by reference as Exhibit 5.1 to the
Company's registration statement on Form S-3 ASR (No.:
333-164985). 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.**