

DOW CHEMICAL CO /DE/

Form 424B3

February 06, 2012

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

Filed under 424(b)(3), Registration Statement No. 333-164985

Pricing Supplement No. 106 - Dated Monday, February 6, 2012 (To: Prospectus Dated February 19, 2010, and Prospectus Supplement Dated February 19, 2010)

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor s Option	Product Ranking
54LPG4	100%		1.250%		2.300%	Semi-Annual	02/15/2017	08/15/2012	\$11.44	Yes	Senior Unsecured Notes

Redemption Information: Callable at 100.000% on 02/15/2013 and every coupon date thereafter

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 02/15/2013 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.

54LPG2	100%		1.450%		3.050%	Semi-Annual	02/15/2019	08/15/2012	\$ 15.17	Yes	Senior Unsecured Notes
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Redemption Information: Callable at 100.000% on 02/15/2013 and every coupon date thereafter

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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54LPH0	100%		1.800%		3.650%	Semi-Annual	02/15/2022	08/15/2012	\$ 18.15	Yes	Senior Unsecured Notes
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Redemption Information: Callable at 100.000% on 02/15/2013 and every coupon date thereafter

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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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Trade Date: Monday, February 13, 2012 @ 12:00
PM ET Settle Date: Thursday, February 16, 2012

**The Dow Chemical Company
The Dow Chemical Company InterNotes**

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
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.

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