

DOW CHEMICAL CO /DE/

Form 424B3

March 12, 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. 111 - Dated Monday, March 12, 2012 (To: Prospectus Dated February 19, 2010, and Prospectus Supplement Dated February 19, 2010)

CUSIP Number	Principal Amount	Gross Selling Price	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor s Option	Product Ranking
26054LPW7		100%	1.250%	2.300%	Semi-Annual	03/15/2017	09/15/2012	\$ 11.05	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.

26054LPX5		100%	1.450%	3.050%	Semi-Annual	03/15/2019	09/15/2012	\$ 14.66	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.

26054LPY3		100%	1.800%	3.650%	Semi-Annual	03/15/2022	09/15/2012	\$ 17.54	Yes	Senior Unsecured Notes
-----------	--	------	--------	--------	-------------	------------	------------	----------	-----	------------------------

Redemption Information: Callable at 100.000% on 03/15/2013 and every coupon date thereafter

Edgar Filing: DOW CHEMICAL CO /DE/ - Form 424B3

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.

The Dow Chemical Company
2030 Willard H. Dow Center
Midland MI 48674

Trade Date: Monday, March 19, 2012 @ 12:00 PM ET Settle Date:
Thursday, March 22, 2012 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

**The Dow Chemical Company
InterNotes**

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.

**InterNotes® is a registered trademark of Incapital Holdings LLC.
All Rights Reserved.**