

DOW CHEMICAL CO /DE/
Form 3
May 04, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Weideman William H		(Month/Day/Year)	DOW CHEMICAL CO /DE/ [DOW]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		05/01/2006		
2030 DOW CENTER			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
MIDLAND,Â MIÂ 48674			(give title below)	(specify below)
(City)	(State)	(Zip)	Vice President & Controller	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	48,806.109	D	Â
Common Stock	1,265.607	I	by 401(k) Plan
Common Stock	1,453.691	I	by 401(k) Plan ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date	Expiration	Title	Amount or	Derivative	Security:	
	Exercisable	Date		Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	
						(Instr. 5)	
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽²⁾	02/12/2007	Common Stock	4,500	\$ 26.6458	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽³⁾	02/27/2008	Common Stock	9,000	\$ 30.5208	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁴⁾	02/16/2009	Common Stock	12,000	\$ 31.1042	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁵⁾	02/16/2010	Common Stock	15,000	\$ 36.0208	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁶⁾	03/02/2011	Common Stock	6,000	\$ 33.94	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁷⁾	02/15/2012	Common Stock	7,500	\$ 30.425	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁸⁾	02/14/2013	Common Stock	12,250	\$ 27.4	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁹⁾	02/13/2014	Common Stock	11,670	\$ 43.49	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽¹⁰⁾	02/18/2015	Common Stock	13,340	\$ 53.525	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽¹¹⁾	03/01/2016	Common Stock	16,190	\$ 43.675	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weideman William H 2030 DOW CENTER MIDLAND,Â MIAÂ 48674	Â	Â	Â Vice President & Controller	Â

Signatures

William H. Weideman, Vice President & Controller

05/04/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Granted under The Dow Chemical Company 1988 Award and Option Plan, a Rule 16b-3 plan. The Plan provides for tax withholding rights.

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- (2) The options vest in three equal annual installments beginning on February 12, 1998.
- (3) The options vest in three equal annual installments beginning on February 27, 1999.
- (4) The options vest in three equal annual installments beginning on February 16, 2000.
- (5) The options vest in three equal annual installments beginning on February 16, 2001.
- (6) The options vest in three equal annual installments beginning on March 2, 2002.
- (7) The options vest in three equal annual installments beginning on February 15, 2003.
- (8) The options vest in three equal annual installments beginning on February 14, 2004.
- (9) The options vest in three equal annual installments beginning on February 13, 2005.
- (10) The options vest in three equal annual installments beginning on February 18, 2006.
- (11) The options vest in three equal annual installments beginning on March 1, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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