

DOW CHEMICAL CO /DE/  
Form 8-K  
October 16, 2015

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**October 16, 2015**

**THE DOW CHEMICAL COMPANY**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction)**

**1-3433**  
**(Commission File Number)**

**38-1285128**  
**(IRS Employer)**

**of incorporation)**

**Identification No.)**

**2030 Dow Center, Midland, Michigan**

**48674**

**(Address of principal executive offices)**

**(Zip Code)**

**(989) 636-1000**

**(Registrant's telephone number, including area code)**

**N.A.**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

On October 16, 2015, The Dow Chemical Company (the Company) announced a full redemption of each the following outstanding Dow InterNotes (the Notes), in the aggregate principal amount of \$395,253,000.00, issued pursuant to an Indenture dated as of May 1, 2008 (the Indenture) between the Company and The Bank of New York Mellon Trust Company, N.A., as trustee:

<b>Notes Being Redeemed</b>	<b>CUSIP Number</b>
1.55% InterNotes due 05/15/2018	26054LSM6
1.55% InterNotes due 05/15/2018	26054LSQ7
1.60% InterNotes due 05/15/2018	26054LST1
1.65% InterNotes due 05/15/2018	26054LSW4
1.85% InterNotes due 11/15/2017	26054LRC9
1.85% InterNotes due 11/15/2017	26054LRF2
2.10% InterNotes due 05/15/2019	26054LWW9
2.25% InterNotes due 11/15/2016	26054LNM1
2.25% InterNotes due 05/15/2017	26054LQF3
2.25% InterNotes due 05/15/2017	26054LQJ5
2.25% InterNotes due 11/15/2018	26054LUQ4
2.25% InterNotes due 11/15/2018	26054LUT8
2.30% InterNotes due 11/15/2018	26054LUZ4
2.30% InterNotes due 05/15/2019	26054LWQ2
2.30% InterNotes due 05/15/2019	26054LWT6
2.35% InterNotes due 05/15/2017	26054LQC0
2.35% InterNotes due 11/15/2018	26054LUW1
2.35% InterNotes due 11/15/2019	26054LRD7
2.35% InterNotes due 11/15/2019	26054LYT4

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2.35% InterNotes due 05/15/2020	26054LSN4
2.40% InterNotes due 05/15/2019	26054LWM1
2.40% InterNotes due 05/15/2020	26054LSR5
2.45% InterNotes due 11/15/2019	26054LRG0
2.45% InterNotes due 05/15/2020	26054LSU8
2.45% InterNotes due 05/15/2020	26054LSX2
2.55% InterNotes due 11/15/2019	26054LYW7
2.55% InterNotes due 11/15/2019	26054LYZ0
2.55% InterNotes due 11/15/2019	26054LZC0
2.80% InterNotes due 05/15/2016	26054LLT8
2.85% InterNotes due 05/15/2016	26054LLQ4
2.85% InterNotes due 05/15/2021	26054LWX7
2.90% InterNotes due 05/15/2016	26054LLM3
2.95% InterNotes due 05/15/2023	26054LSP9
3.00% InterNotes due 11/15/2021	26054LYU1
3.00% InterNotes due 05/15/2023	26054LSS3
3.05% InterNotes due 05/15/2019	26054LQG1
3.05% InterNotes due 05/15/2019	26054LQK2
3.05% InterNotes due 05/15/2021	26054LWR0
3.05% InterNotes due 05/15/2021	26054LWU3
3.05% InterNotes due 11/15/2022	26054LRE5

3.10% InterNotes due 05/15/2019	26054LQD8
3.10% InterNotes due 11/15/2022	26054LRH8
3.10% InterNotes due 05/15/2023	26054LSV6
3.15% InterNotes due 11/15/2020	26054LUR2
3.15% InterNotes due 05/15/2021	26054LWN9
3.15% InterNotes due 11/15/2021	26054LYX5
3.15% InterNotes due 11/15/2021	26054LZA4
3.15% InterNotes due 11/15/2021	26054LZD8
3.15% InterNotes due 05/15/2023	26054LSY0
3.25% InterNotes due 11/15/2020	26054LUU5
3.30% InterNotes due 11/15/2020	26054LVA8
3.35% InterNotes due 11/15/2020	26054LUX9
3.50% InterNotes due 11/15/2018	26054LNN9
3.55% InterNotes due 05/15/2024	26054LWY5
3.55% InterNotes due 11/15/2024	26054LYV9
3.60% InterNotes due 05/15/2024	26054LWS8
3.65% InterNotes due 05/15/2022	26054LQH9
3.65% InterNotes due 05/15/2022	26054LQL0
3.65% InterNotes due 05/15/2024	26054LWP4
3.65% InterNotes due 11/15/2024	26054LYY3
3.65% InterNotes due 11/15/2024	26054LZB2
3.70% InterNotes due 11/15/2017	26054LKU6
3.70% InterNotes due 05/15/2024	26054LWV1
3.70% InterNotes due 11/15/2024	26054LZE6
3.75% InterNotes due 05/15/2022	26054LQE6

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3.80% InterNotes due 05/15/2018	26054LLR2
3.80% InterNotes due 05/15/2018	26054LLU5
3.85% InterNotes due 05/15/2018	26054LLN1
3.90% InterNotes due 11/15/2023	26054LUS0
3.95% InterNotes due 11/15/2023	26054LUV3
4.05% InterNotes due 11/15/2023	26054LVB6
4.10% InterNotes due 11/15/2023	26054LUY7
4.25% InterNotes due 11/15/2021	26054LNP4
4.45% InterNotes due 05/15/2021	26054LLS0
4.45% InterNotes due 05/15/2021	26054LLV3
4.50% InterNotes due 11/15/2020	26054LKV4
4.50% InterNotes due 05/15/2021	26054LLP6

Pursuant to the terms of the Indenture and the Notes, the Notes will be redeemed in full on November 15, 2015 (the Redemption Date ), at a redemption price equal to 100% of the principal amount thereof, along with accrued and unpaid interest up to, but not including, the Redemption Date. The amount of regular interest that will be payable with respect to these Notes being redeemed on the Redemption Date will be calculated based upon the per annum interest rate then payable on each of these Notes, and such interest will be paid on November 16, 2015, the next business day following the Redemption Date. On the Redemption Date and upon the Company's payment of the redemption price, all rights of holders with respect to the Notes being redeemed will terminate, except for the right to receive payment of the applicable redemption price upon surrender of the Notes for redemption.

Copies of the notice of redemption can be obtained from The Bank of New York Mellon Trust Company, N.A. by calling Bondholder Relations at (800) 254-2826.

This information is furnished pursuant to Item 7.01 of Form 8-K. The information in this report shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

The furnishing of the information in this Item 7.01 is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information in this Item 7.01 is material information that is not otherwise publicly available.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE DOW CHEMICAL COMPANY

Registrant

Dated: October 16, 2015

By: /s/ Ronald C. Edmonds  
Name: Ronald C. Edmonds

Title: Vice President and Controller