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DOW CHEMICAL CO /DE/
Form 13F-HR/A
May 11, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03/31/2012

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.): [x] is a restatement.

[] adds new holdings entries.

INSTITUTIONAL INVESTMENT MANAGER FILING THIS REPORT:

Name: The Dow Chemical Company
Address: 2030 Dow Center
Midland, MI 48764

Form 13F File Number: 28-00590

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

PERSON SIGNING THIS REPORT ON BEHALF OF REPORTING MANAGER:

Name: Ronald C. Edmonds
Title: Vice President & Controller
Phone: 989-636-5018

SIGNATURE, PLACE, AND DATE OF SIGNING:

Ronald C. Edmonds	Midland, MI	May 11, 2012
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(Signature)	(City, State)	(Date)

REPORT TYPE (CHECK ONE ONLY):

[x] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

REPORT SUMMARY:

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Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 76
Form 13F Information Table Value Total: \$1,098,561
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
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Page 1 of 1
For Period Ending: 3/31/2012

FORM 13F
Name of Reporting Manager: The Dow Chemical Company

ITEM 1:				ITEM 2:		ITEM 3:		ITEM 4:		ITEM 5:		ITEM 6: INVESTMENT DISCRE		
NAME OF ISSUER				TITLE OF CLASS		CUSIP NUMBER		FAIR MARKET VALUE IN (000'S)		SHARES		(B) SHARED (A) AS SHA		
												SOLE DEFINED OT		
SPDR S&P 500 ETF TR				TR UNIT		78462F 10 3		342,483		2,433,856 SH		Sole		
ISHARES TR				MSCI EMERG MKT		464287 23 4		281,223		6,549,218 SH		Sole		
ISHARES TR				S&P 500 INDEX		464287 20 0		63,461		449,412 SH		Sole		
SELECT SECTOR SPDR														
TR				SBI INT-FINL		81369Y 60 5		32,538		2,062,003 SH		Sole		
SPDR DOW JONES INDL														
AVRG ETF				UT SER 1		78467X 10 9		31,037		235,500 SH		Sole		
VANGUARD INTL														
EQUITY INDEX F				MSCI EMR MKT ETF		922042 85 8		28,300		651,022 SH		Sole		
SELECT SECTOR SPDR														
TR				SBI INT-UTILS		81369Y 88 6		27,940		797,134 SH		Sole		
VANGUARD INDEX FDS				LARGE CAP ETF		922908 63 7		27,705		430,000 SH		Sole		
SELECT SECTOR SPDR														
TR				SBI INT-INDS		81369Y 70 4		25,001		668,107 SH		Sole		
SELECT SECTOR SPDR														
TR				SBI CONS STPLS		81369Y 30 8		16,968		497,876 SH		Sole		
PROCTER & GAMBLE CO				COM		742718 10 9		11,285		167,900 SH		Sole		
CISCO SYS INC				COM		17275R 10 2		10,389		491,200 SH		Sole		
MICROSOFT CORP				COM		594918 10 4		9,091		281,900 SH		Sole		
ISHARES TR				S&P 100 IDX FD		464287 10 1		8,998		140,500 SH		Sole		
SELECT SECTOR SPDR														
TR				SBI HEALTHCARE		81369Y 20 9		8,808		234,321 SH		Sole		
JUNIPER NETWORKS														
INC				COM		48203R 10 4		7,916		346,000 SH		Sole		
NETAPP INC				COM		64110D 10 4		7,853		175,400 SH		Sole		
GENERAL MTRS CO				COM		37045V 10 0		6,977		272,000 SH		Sole		
CORNING INC				COM		219350 10 5		6,329		449,480 SH		Sole		
SELECT SECTOR SPDR														

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TR	SBI INT-ENERGY	81369Y 50 6	5,951	82,963	SH	Sole
MARVELL TECHNOLOGY						
GROUP LTD	ORD	G5876H 10 5	5,889	374,400	SH	Sole
SYMANTEC CORP	COM	871503 10 8	5,857	313,200	SH	Sole
ABERCROMBIE & FITCH						
CO	CL A	002896 20 7	5,755	116,000	SH	Sole
AT&T INC	COM	00206R 10 2	5,621	180,000	SH	Sole
AMAZON COM INC	COM	023135 10 6	5,468	27,000	SH	Sole
BANK OF AMERICA						
CORPORATION	COM	060505 10 4	5,431	567,500	SH	Sole
BROADCOM CORP	CL A	111320 10 7	5,266	134,000	SH	Sole
MERCK & CO INC NEW	COM	58933Y 10 5	5,011	130,500	SH	Sole
SELECT SECTOR SPDR						
TR	SBI CONS DISCR	81369Y 40 7	4,998	110,827	SH	Sole
BOSTON SCIENTIFIC						
CORP	COM	101137 10 7	4,963	830,000	SH	Sole
NOKIA CORP	SPONSORED ADR	654902 20 4	4,261	776,200	SH	Sole
AMGEN INC	COM	031162 10 0	4,032	59,300	SH	Sole
HARTFORD FINL SVCS						
GROUP INC	COM	416515 10 4	4,005	190,000	SH	Sole
BAKER HUGHES INC	COM	057224 10 7	3,984	95,000	SH	Sole
KRAFT FOODS INC	CL A	50075N 10 4	3,953	104,000	SH	Sole
ENSCO PLC	SPONSORED ADR	29358Q 10 9	3,811	72,000	SH	Sole
ABBOTT LABS	COM	002824 10 0	3,769	61,500	SH	Sole
NVIDIA CORP	COM	67066G 10 4	3,678	239,000	SH	Sole
JOHNSON CTLS INC	COM	478366 10 7	3,654	112,500	SH	Sole
AKAMAI TECHNOLOGIES						
INC	COM	00971T 10 1	3,270	89,090	SH	Sole
HALLIBURTON CO	COM	406216 10 1	3,253	98,000	SH	Sole
GOOGLE INC	CL A	38259P 50 8	3,206	5,000	SH	Sole
SELECT SECTOR SPDR						
TR	TECHNOLOGY	81369Y 80 3	3,126	103,682	SH	Sole
BAXTER INTL INC	COM	071813 10 9	2,989	50,000	SH	Sole
UNITED STATES STL						
CORP NEW	COM	912909 10 8	2,832	96,431	SH	Sole
MOTOROLA SOLUTIONS						
INC	COM NEW	620076 30 7	2,614	51,428	SH	Sole
PETROLEO BRASILEIRO						
SA PETRO	SPONSORED ADR	71654V 40 8	2,603	98,000	SH	Sole
CITIGROUP INC	COM NEW	172967 42 4	2,559	70,000	SH	Sole
MOSAIC CO NEW	COM	61945C 10 3	2,405	43,500	SH	Sole
NABORS INDUSTRIES						
LTD	SHS	G6359F 10 3	2,221	127,000	SH	Sole
GOLDMAN SACHS GROUP						
INC	COM	38141G 10 4	2,114	17,000	SH	Sole
ELECTRONIC ARTS INC	COM	285512 10 9	2,060	125,000	SH	Sole
ENTROPIC						
COMMUNICATIONS						
INC	COM	29384R 10 5	1,787	306,444	SH	Sole
ARCH COAL INC	COM	039380 10 0	1,703	159,040	SH	Sole
GILEAD SCIENCES INC	COM	375558 10 3	1,641	33,600	SH	Sole
MOLSON COORS						
BREWING CO	CL B	60871R 20 9	1,584	35,000	SH	Sole
INGERSOLL-RAND PLC	SHS	G47791 10 1	1,411	34,127	SH	Sole
GOODYEAR TIRE &						
RUBR CO	COM	382550 10 1	1,122	100,000	SH	Sole
NYSE EURONEXT	COM	629491 10 1	812	27,063	SH	Sole
AETNA INC NEW	COM	00817Y 10 8	752	15,000	SH	Sole
NORTHERN TR CORP	COM	665859 10 4	475	10,000	SH	Sole
STATE STR CORP	COM	857477 10 3	455	10,000	SH	Sole
INSULET CORP	COM	45784P 10 1	390	20,375	SH	Sole
WEATHERFORD						

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INTERNATIONAL LT	REG SHS	H27013 10 3	302	20,000 SH		Sole
NEUROGESX INC	COM	641252 10 1	234	459,032 SH		Sole
GOLDMAN SACHS GROUP						
INC	CALL	38141G 90 4	165	44,000 SH	Call	Sole
BANK OF AMERICA						
CORPORATION	CALL	060505 90 4	124	100,000 SH	Call	Sole
AMICUS THERAPEUTICS						
INC	COM	03152W 10 9	117	22,162 SH		Sole
UNITED STATES STL						
CORP NEW	CALL	912909 90 8	55	30,000 SH	Call	Sole
MOLSON COORS						
BREWING CO	CALL	60871R 90 9	50	55,000 SH	Call	Sole
ALEXZA						
PHARMACEUTICALS						
INC	COM	015384 10 0	43	69,246 SH		Sole
ELECTRONIC ARTS INC	CALL	285512 90 9	43	50,000 SH	Call	Sole
CYCLACEL						
PHARMACEUTICALS						
INC	COM	23254L 10 8	22	32,015 SH		Sole
MOLSON COORS						
BREWING CO	PUT	60871R 95 9	18	25,000 SH	Put	Sole
ABERCROMBIE & FITCH						
CO	CALL	002896 90 7	15	10,000 SH	Call	Sole
TESLA MTRS INC	COM	88160R 10 1	330	8,850 SH		Sole
GRAND TOTAL			1,098,561			