





Executive Committee

From left to right:
Howard I. Ungerleider,
Executive Vice President;
Joe E. Harlan, Executive Vice
President; James R. Fitterling,
Executive Vice President;
Andrew N. Liveris, President,
Chief Executive Officer and
Chairman of the Board;
William H. Weideman,
Chief Financial Officer and
Executive Vice President

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Thank you for your interest in The Dow Chemical Company.

During the past 115 years, Dow has grown from a one-product company to an innovative global leader in advanced materials, agrosciences and plastics. We have done this by consistently recognizing ways to build on our strengths and create value for our shareholders and customers.

In 2012 – a year of global economic uncertainty – the Dow team worked hard to manage short-term challenges while continuing to advance our long-term strategy. We took aggressive actions throughout the year to navigate volatile economic conditions and position Dow to deliver near-term earnings growth. Notably, we focused on improving return on capital (ROC) by driving a full array of cost and cash flow measures and prioritizing growth investments.

ROC is the lens through which we evaluate our businesses. Here, we have identified three distinct areas of focus – grow, improve and leverage. In those segments with higher underlying ROC – namely Electronic and Functional Materials, Agricultural Sciences and Performance Plastics – we have targeted growth. In Coatings and Infrastructure Solutions and Performance Materials – two segments with lower ROC – we have laid out specific actions for improvement. And, finally, in our Feedstocks and Energy segment, we are leveraging our scale and feedstock strength for competitive advantage.

At the same time, we have maintained our ongoing discipline of active portfolio management. In 2012, we announced a near-term divestiture goal of \$1 billion. Earlier this year, we accelerated this target, moving to \$1.5 billion in proceeds over the next 18 months – demonstrating our bias to achieve more.

Materials

Building on Our Competitive Strengths

While our priority is delivering on our near-term financial targets, we also remain firmly committed to our strategy. In 2012, we advanced key investments that clearly align with our plan to grow our earnings through technology-based businesses where our innovation is a differentiator – and where asset-integrated building blocks provide competitive advantage.

For example, major projects such as our investments on the U.S. Gulf Coast and our Sadara joint venture in the Middle East are designed to create a foundation for global growth for years to come by providing low-cost feedstocks and access to key markets for our downstream businesses. Sadara will target markets across Asia Pacific, Eastern and Central Europe, the Middle East and Africa, while our U.S. Gulf Coast investments will support growth in the Americas.

As you will see inside these pages, Dow is a company that continues to build on its strengths – demonstrating the agility necessary to succeed in a persistently volatile and challenging environment. We are leveraging the power of our integrated portfolio, unparalleled feedstock advantage and innovation strength to fuel the growth of our differentiated downstream businesses, all while further improving the capital efficiency of our operations.

Most importantly, we have an experienced and aligned team with the focus and dedication to achieve our near-term targets and accelerate sustainable value growth, while also maintaining our high standards for ethics and environment, health and safety.

Today is an exciting time at Dow, a time full of opportunity. On behalf of the Dow team, thank you for your support of our ongoing efforts to build a more profitable company.

Sincerely,

Andrew N. Liveris President, Chief Executive Officer and Chairman of the Board May 24, 2013

ndrew liverie

Vision

 To be the most profitable and respected science-driven chemical company in the world

Mission

 To passionately innovate what is essential to human progress by providing sustainable solutions to our customers

Corporate Strategy

- Preferentially invest in a portfolio of technology-integrated, market-driven performance businesses that create value for our stockholders and growth for our customers
- Manage a portfolio of asset-integrated, building-block businesses to generate value for our downstream portfolio

Values

- Integrity
- Respect for People
- Protecting Our Planet

Strategic Themes

- Financial Discipline
- Sustainability
- People
- Innovation and Growth

Certain statements in this report, other than purely historical information, including estimates, projections, statements relating to business plans, objectives, and expected operating results, and the assumptions upon which those statements are based, are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements may appear throughout this report and are generally identified by the words "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "may," "should," "will," "would," "will be," "will continue," "will likely result," and similar expressions. Forward-looking statements are based on current expectations and assumptions that are subject to risks and uncertainties which may cause actual results to differ materially from the forward-looking statements. The Dow Chemical Company undertakes no obligation to update or revise publicly, any forward-looking statements, whether because of new information, future events, or otherwise, except as required by securities and other applicable laws.

Our Competitive Strengths to Deliver

At Dow, we are committed to returning superior value to our shareholders by growing our earnings through high-margin, technology-rich products and businesses that are advantaged by low-cost building blocks. We achieve this by leveraging Dow's four key value drivers – our strategically integrated portfolio, innovation for growth, compelling feedstock advantage, and operating and capital efficiency – to drive our near-term performance and propel our long-term growth. We invite you to read more about how these strategic drivers are delivering value in the pages that follow.

2012 Accomplishments

- ► Generated \$4B in cash flow from operations
- ► Reduced gross debt by approximately \$600MM
- ► Reduced interest expenses by approximately \$70MM
- ▶ Increased dividends declared per share 34 percent in 2012 vs. 2011
- ► Launched \$2.5B of cost reductions and cash flow improvements
- ► Earned National Safety Council Green Cross Award

- ► Achieved significant milestones in our U.S. Gulf Coast and Sadara investments
- ► 412 U.S. patents granted
- ► Increased programs in implementation stage of R&D pipeline by \$200MM
- ► Realized record sales and EBITDA for Agricultural Sciences

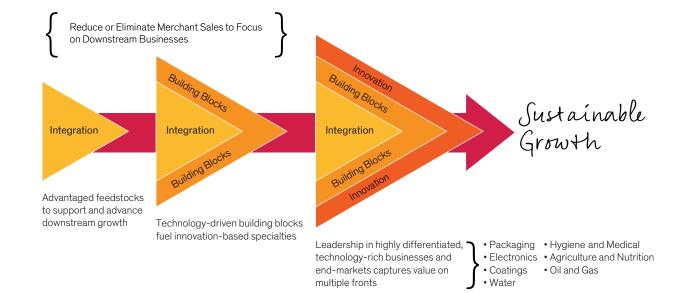
New in 2013

► Received direct payment of \$2.2B for damages related to the K-Dow arbitration in May 2013

Diverse and Integrated Portfolio Captures Value on Multiple Fronts

Dow continues to leverage its powerful integration advantage to fuel sustainable, downstream growth. Through ongoing, strategic portfolio optimization efforts, the Company is purposefully aligning with end-markets that have strong global growth opportunities and where Dow's technology-

rich offerings are well-positioned to win regardless of the macroeconomic environment. At the same time, the Company is taking decisive actions to slow or stop our investments that no longer align with our strategy, and where the near-term rewards are no longer clear.

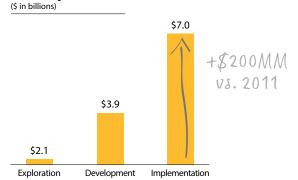


Sustainable Growth

Innovation Pipeline Pointed Toward Near-Term Commercialization Opportunities

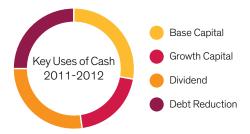
The Company has rebalanced its innovation pipeline – focusing on opportunities in high-return, technology-rich sectors where near-term rewards are clearly within reach. In fact, programs in the implementation stage of Dow's R&D pipeline represented a net present value of \$7 billion in 2012 – an approximate increase of \$200 million over 2011. We remain committed to our technology investments in growth segments such as Agricultural Sciences, Performance Plastics, and Electronic and Functional Materials – and offer a portfolio of differentiated solutions that continue to enable strong value growth across our entire Company.

Risk-Adjusted NPV



Enhanced Financial Flexibility Accelerates Operating and Capital Efficiency

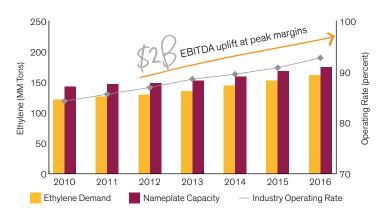
Dow continues to take deliberate steps to restore our earnings growth trajectory and further improve our cost and cash flow position – notably through the ongoing implementation of the strategic measures we announced in 2012. In addition, Dow continues to focus on financial flexibility. In line with our prioritized uses of cash, we are proactively retiring higher-cost debt, while, at the same time, consistently rewarding shareholders and investing prudently in global growth opportunities. In 2012, Dow reduced gross debt by more than \$600 million and generated nearly \$8 billion in cash flow from operations over the two-year period ended December 31, 2012 – in line with our targets. We believe this progress – together with Dow's continued focus on deleveraging – contributed to the upgrade of the Company's investment-grade ratings by Moody's in the third quarter of 2012.



Industry-Leading Feedstock Advantage Drives Margin Expansion in Downstream, Derivative Businesses

Seventy percent of Dow's global ethylene assets are in regions with cost-advantaged feedstocks. And, as ethylene industry operating rates continue to rise, Dow's leading feedstock flexibility and strong geographic position will provide tremendous margin expansion opportunities for the Company's downstream, derivative businesses. In fact, Dow expects a \$2 billion EBITDA uplift at peak margins – and \$2.5 billion when fully operational. This benefit will be additive to the significant margin expansion from our U.S. Gulf Coast and Sadara investments.

Ethylene Cycle Fundamentals Drive Earnings Growth



We also were awarded \$2.16 billion by the International Court of Arbitration of the International Chamber of Commerce (ICC), as Petrochemical Industries Company of Kuwait (PIC) was found liable for failure to close the K-Dow transaction. In May 2013, Dow, together with PIC, completed the final resolution of the K-Dow arbitration – confirmed by Dow's receipt of a direct cash payment of \$2.2 billion from PIC. This payment reflects the full damages awarded by the ICC in May 2012 as well as the recovery of Dow's costs. This award will provide Dow with even more financial options to further pay down debt and reward shareholders.

Cash Flow from Operations (\$ in billions)



Dividends Declared (\$ per share)

\$1.4 \$1.2 \$1.0 \$0.8 \$0.6 \$0.4 \$0.2 \$0.2 (

Maximizing Growth

Through Portfolio Optimization

By taking steps to optimize our integrated portfolio of businesses and respond to changing market needs, we are better able to serve our customers and position ourselves for future growth. In 2012, we continued to adjust our business mix to capture opportunities in higher-value, resilient end-markets, while reducing structural costs and shutting down non-competitive assets where needed.

Return on Capital Drives Resource Allocation

Return on capital (ROC) is the lens through which we are evaluating our entire portfolio. Here, our goal is three-fold: to deliver growth and expand our leadership in the key franchises where our technologies and products are enabling value creation; improve ROC in areas where industry dynamics have shifted; and leverage our integration advantage across our portfolios.

grow

Electronic and Functional Materials

In Electronic and Functional Materials, we are developing innovative solutions to meet the needs of dynamic market sectors. Approximately 40 percent of revenue in our Electronic Materials business is from new products and technologies launched in the last five years. In Functional Materials, we are harnessing the strength of growing market sectors such as pharma, food and energy to deliver innovations that enable customers to enhance their products' performance and drive differentiation.

Actions:

- Focus investments in fastest-growing markets
- Align programs with technology-intensive industries, where Dow's unique strengths are rewarded

Agricultural Sciences

Our Agricultural Sciences operating segment also continues to achieve record sales and technology-driven growth, led by our SmartStax* and POWERCORE™ seed traits, healthy oils, and our single-bag refuge for corn, REFUGE ADVANCED* powered by SmartStax*. In addition, the ramp-up of new crop protection products – TRANSFORM™ and CLOSER™ (sulfoxaflor) insecticides and pyroxsulam – will enable Dow to deliver on our commitment to achieve \$800 million in sales from these new crop protection products in 2013.

Actions:

- Maximize share gains in Seeds, Traits and Oils
- Strengthen insecticide portfolio with full launch of TRANSFORM™ and CLOSER™ (sulfoxaflor) insecticides in 2013

Performance Plastics

In Performance Plastics, our strategic investments are contributing to margins that are consistently exceeding 20 percent. After shedding nearly \$6 billion in commodity businesses over the past few years, we upgraded our business mix to focus on higher-growth, specialized sectors – such as packaging. At the same time, the scale and location of our crackers uniquely position Performance Plastics to meet growing global demand from a cost-advantaged position for years to come.

Actions:

- Invest for differentiation in specialized end-markets
- Leverage emerging-markets footprint for faster growth

leverage

improve

Performance Materials

In Performance Materials, we are not taking a one-size-fits-all approach, as this segment includes businesses with high ROC and higher-than-normalized EBITDA margins. As we harness opportunities for growth in these attractive businesses – at the same time – we continue to take steps to enhance ROC in businesses where improvement is key to enabling near-term returns and long-term value creation.

Actions:

- Focus on strategic cost and cash flow priorities
- Optimize price and margin, while further improving operational excellence

Coatings and Infrastructure Solutions

In Coatings and Infrastructure Solutions, we continue to implement cost-reduction measures. In fact, we have already completed five of six asset shutdowns. Looking at ROC as a key driver, we are taking actions in the near term to prioritize new capital spending, with a focus on high-return, quick-payback projects. We are also focusing on monetizing our innovation pipeline to generate new incremental EBITDA.

Actions

- Continue implementation of asset and workforce restructuring programs
- Reset growth programs to match market dynamics

Feedstocks and Energy

Our Feedstocks and Energy operating segment provides a cost-advantaged foundation for our downstream businesses. Here, we continue to leverage the benefit of strategic joint partnerships – such as our Sadara joint venture in the Middle East and the Dow-Mitsui chlor-alkali facility in Freeport, Texas – to drive economies of scale and improve the capital efficiency of our major growth projects.

Actions:

- Commit to investing in high-return projects that deliver advantaged feedstocks for our downstream derivatives
- Utilize positive trends in U.S. shale gas to better invest for global growth

Our Innovation Agenda

At Dow, we systematically apply our deep knowledge in science and technology to create breakthrough innovations that deliver superior value to our customers, our Company and society. More than ever, our innovation investments are targeted to high-return businesses and end-markets with the clear ability to deliver near-term earnings.

Building the Foundation for Smart Growth

During the last several years, Dow has successfully rebalanced its innovation pipeline and reprioritized resources to align with near-term commercialization opportunities. Our focus remains on funding efforts where Dow's differentiation can be rewarded – even in the midst of a slow-growth environment.

2012 R&D Strengths and Achievements

- ▶ 6,800 researchers working at R&D sites worldwide
- ► Diverse and renewed innovation pipeline with a risk-adjusted net present value of \$13B
- ► 1,025 new patent applications filed highest in Dow's history
- ▶ 412 new patents granted a 31 percent year-over-year increase
- Recognized as a 2012 Top 100 Global Innovator by Thomson Reuters for the Company's R&D and patent leadership

For example:

- To enable faster processors, brighter displays and smaller components in electronic devices, Dow's Electronic Materials business develops technologies for the next wave of smart devices. In 2012, we also opened the Dow Seoul Technology Center, a global R&D center that helps us to better collaborate with and serve our electronics customers in South Korea and is our hub for OLED R&D throughout the world.
- To help farmers control major pests and increase yields, Agricultural Sciences is addressing corn, cotton and soybean needs in the Americas with our ENLIST™ Weed Control System, SmartStax® hybrids and POWERCORE™ insect trait technology.

Innovation projects such as these harvest Dow's unique strengths and position us to capture the benefit of increased earnings and higher margins as market conditions improve.

Driving Innovation in High-Growth Sectors

Electronic and Functional Materials

- Launched IKONIC[™] polishing pad platform for leading-edge chemical mechanical planarization (CMP) applications
- Continue to improve the reliability and performance of the printed circuit boards for portable devices through MICROFILL™ technology from Dow
- Bolt-on acquisition of Lightscape Materials bringing specialty phosphortechnology to our LED technology portfolio

Agricultural Sciences



- Launched REFUGE ADVANCED® and POWERCORE™
- Launched TRANSFORM™ and CLOSER™ (sulfoxaflor)
- ENLIST™ registration received in Canada (corn and soybeans); U.S. patent pending (in soybeans and cotton)
- Announced a breakthrough cross-licensing agreement with Monsanto, enabling next-generation SmartStax* corn to stay ahead of the curve with additional insect protection – expanding Dow's ability to offer ENLIST™technology broadly to growers

Performance Plastics



- Dow's Performance Plastics Segment averages 40 new product launches a quarter
 driven by innovations in packaging
- Continue to commercialize customer-focused solutions across the segment, including:
 - INFUSE™ olefin block copolymers, which offer customers solutions with flexibility and high-temperature resistance, and enable products with excellent elastic properties that are resistant to abrasion
 - ELITE™ resins, which enhance the functionality of high-performance sealants, reducing thickness of food packaging without sacrificing toughness

Building on

Our Compelling Feedstock Advantage

As the world's largest and most flexible ethylene producer, Dow has unparalleled feedstock strength and integration advantage, providing a foundation of low-cost building blocks that enable the production of high-value products and higher margins in our downstream businesses. Major strategic investments on the U.S. Gulf Coast and in the Middle East will deepen our feedstock strength and fuel long-term, profitable growth, while strategic partnerships enhance the capital efficiency and profitability of these investments.

Dow's new, world-scale ethylene production unit at our Dow Texas Operations in Freeport remains on track for a 2017 start-up.

Sadara, a joint venture between Dow and Saudi Aramco, is on track for initial start-up in the second half of 2015 with full production in 2016.

U.S. Gulf Coast: Capturing Growth in the Americas

Our growth projects underway on the U.S. Gulf Coast further connect our U.S. operations with cost-advantaged feedstocks from increasing supplies of shale gas. Together, these investments will increase our global ethylene production capabilities by 20 percent – strengthening the competitiveness of our downstream businesses and growth in the Americas.

- The 2012 restart of our ethylene cracker at St. Charles Operations in Louisiana is expected to reduce Dow's U.S. Gulf Coast ethylene purchases by nearly half.
- Plans for a new, world-scale on-purpose propylene production facility at Dow Texas Operations in Freeport are on track for start-up in 2015. The propylene dehydration (PDH) plant, which shifts feedstock exposure from volatile propylene to abundant propane, is expected to deliver significant margin expansion for our Performance Materials and Coatings and Infrastructure Solutions operating segments.
- In addition, Dow's new, world-scale ethylene production plant at our Dow Texas Operations in Freeport remains on track for a 2017 start-up and will support long-term growth in downstream businesses.

Dow is taking significant steps to drive the capital efficiency and the overall return of these strategic investments. In fact, in March 2013, the Company announced an initial agreement for an off-take arrangement with a new joint venture between Idemitsu Kosan Co., Ltd., and Mitsui & Co., Ltd., of Tokyo, Japan. The new joint venture's proposed world-scale unit will utilize an integrated supply of ethylene from Dow's production grid on the U.S. Gulf Coast to produce Linear Alpha Olefins used as comonomers throughout Dow's high-value Performance Plastics franchise.

In total, we expect our U.S. Gulf Coast investments and favorable wet shale gas dynamics to deliver \$2 billion in additional EBITDA by 2017 – and \$2.5 billion when fully operational.

Sadara: Positioned to Serve High-Growth Emerging Markets, Regions and Sectors

Another major value driver for Dow is the Company's Sadara joint venture in Saudi Arabia serving end-markets in Asia Pacific, the Middle East and Africa, and Central and Eastern Europe. Its differentiated product slate targets high-growth, technology-rich sectors. The first production units are on track for initial start-up in the second half of 2015, with full production in 2016.

The joint venture is projected to deliver estimated EBITDA margins of 35-40 percent and average equity earnings for Dow of approximately \$500 million annually during the first 10 years following its start-up.

Dow will leverage its global marketing expertise and well-established marketing channels – along with Sadara's strategic, well-positioned location – to bring high-value products to new and existing customers in fast-growing regions.



Accelerating

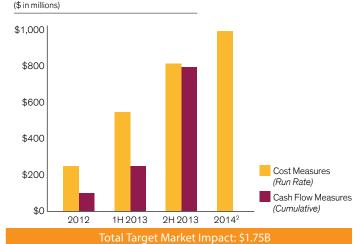
Operating and Capital Etticiency

Achieving cost savings and productivity improvements is a key part of accelerating shareholder value growth. In 2012, we maintained a laser-like focus on reducing costs, improving margins and prioritizing growth investments. By consistently sharpening our enterprise productivity and strengthening our financial flexibility, we are able to increase our competitiveness in a volatile business environment and return value to our shareholders.

Accelerating Cost and Cash Flow Measures

Total Levers: \$2.5B		Delivering Results \$200MM reduction in growth and discretionary spending
Decrease Capital Expenditures and Growth Spending	}	\$700MM Capital Expenditure reduction target for 2013 ¹ ~\$100MM Capital Expenditure reduction in 2012 ¹
\$750MM Execute Cost Reduction Program	}	\$500MM restructuring announced in October \$250MM restructuring announced in April
\$750MM Accelerated Efficiency for Growth	}	Continuing to focus on operational excellence
	Tar	get Savings

Cost and Cash Flow Measures



In 2012, we launched \$2.5 billion in actions to reduce our cost structure and generate more cash. Our actions included:

- Delivered \$750 million through our Efficiency for Growth program, an enterprise-wide initiative built on Dow's strong track record of delivering productivity gains. We continue to focus on improving margin by increasing the reliability of our facilities and reducing our variable costs of sales.
- Executing \$750 million in cost reductions through restructuring plans that targeted shutting down non-core assets and streamlining operations.
- Decreasing capital and spending by \$1 billion.
 By halting capital expenditure investments and other
 projects that no longer meet our investment criteria
 in a slow-growth environment, we reduced our capital
 expenditures by \$100 million over 2011. In 2013, we
 expect to decrease capital expenditures an additional
 \$700 million from 2011 levels.

Together, we anticipate these actions will deliver \$1 billion in cost and cash impact in 2013 alone:

- Reduced capital spending will result in incremental cash savings of \$500 million.
- Prioritized growth investments and lower discretionary spending will deliver cost savings of \$200 million.
- Restructuring plans announced in 2012 will deliver incremental savings of \$300 million.

As we further strengthen the Company's already solid cash position, we remain consistent with the uses of this cash. First and foremost, we are focused on paying down debt. In fact, Dow reduced gross debt by approximately \$600 million in 2012. Through enhanced financial flexibility, Dow will continue to reward shareholders and fund prioritized growth.

Launched in Cost and Cash Flow Measures in 2012

¹ Cumulative Capital Expenditure reduction from 2011 actual

² 2014 Capital Expenditure plan is to be determined

Sustainable world

As a world leader in applied chemistry and materials science, Dow is uniquely positioned to drive change by delivering sustainable and innovative solutions that contribute to human progress and the growth of our business. Our 2015 Sustainability Goals guide our progress, addressing everything from delivering products aimed at world challenges to continually improving operational performance that minimizes our environmental impact.

Innovations for Tomorrow, Smart Solutions for Today

We contribute to the sustainability of society and our planet by developing innovative technologies for current and future markets, enabling our customers – and their customers – to develop more sustainable products and services.

- STYROFOAM™ Insulation currently insulates more than 20 billion square feet, saving residential and business owners an estimated \$10 billion in energy costs annually.
- As part of its commitment to increase crop productivity,
 Dow AgroSciences announced the launch of its new corn
 hybrid, POWERCORE™, in Latin America to control pests.
 POWERCORE™ has the potential to increase corn yield
 by 5 to 10 percent.
- Helping to improve food safety and quality, Performance
 Packaging has the largest packaging franchise of any
 global materials supplier. Dow's plastic packaging offers
 advantaged options to help improve operational efficiencies,
 economics, functional performance, aesthetics, convenience
 and sustainability across a variety of high-value packaging
 market segments.

Partners for Change

We are leaders in advancing all aspects of sustainability, openly collaborating with customers, suppliers, communities, civil society and governments.



 Through Dow's breakthrough collaboration with The Nature Conservancy, we are working together to implement and

refine ecosystem services valuation models at Dow sites around the globe to demonstrate how companies can assess, incorporate and invest in nature and the benefits it provides.

 The Dow Sustainability Fellows Program at the University of Michigan will prepare 300 future leaders to take on the challenge of solving global sustainability problems by collaborating across academic disciplines.

Official Carbon Partner of the XXII Olympic Winter Games

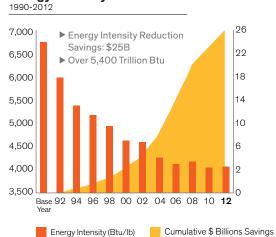
As the official carbon partner for Sochi 2014, Dow will implement energy-efficient technologies with the goal of generating a net decrease of greenhouse gas (GHG) emissions in the key areas of infrastructure, industry and agriculture.

Responsible Operations

Our infrastructure has a positive impact on our Company, our communities and ourselves; our operations are a model for others, wherever we operate.

• Since 1990, Dow's energy intensity, as measured by Btu per pound of product, has improved by more than 40 percent, contributing to a cumulative savings of \$25 billion and 5,400 trillion Btu. That's roughly equivalent to the annual energy consumption of 48 million homes.

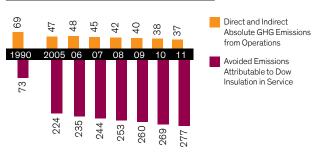
Energy Intensity Performance



 We are committed to growing our business without growing our carbon footprint and helping our customers avoid emissions through our products. For example, Dow has set a target to establish 400 megawatt equivalents of clean power by 2025 and has sourced more than 200 megawatts of low-carbon or renewable energy to date.

Greenhouse Gas Emissions

(million metric tons of CO₂-equivalent, Kyoto and non-Kyoto)





2015 Sustainability Goals

Dow's Sustainability Goals address a broad spectrum of commitments to our stakeholders – our customers, employees, global communities, shareholders and the environment.

 Breakthroughs to World Challenges: Omega-9 Oils were declared Dow's first of three Breakthroughs to World Challenges. Since 2005, these healthy oils have removed more than 1.5 billion pounds of trans and saturated fat from American diets.

Percent of Sales
with Sustainable Chemistry Advantages

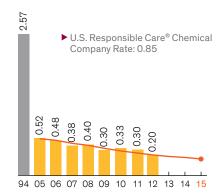
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Sustainable Chemistry:
 The percentage of sales from Dow products that are highly advantaged by sustainable chemistry increased from 4.3 percent in 2010 to 4.8 percent in 2011.

Local Protection of Human Health and the Environment:
 Dow leads the way across virtually every facet of environment, security, health and safety performance.
 Dow's Drive to Zero program focuses on a leadership attitude and a corporate culture of achieving zero accidents, zero injuries and zero excuses.

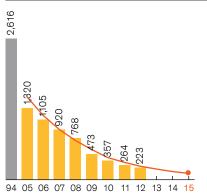
Injury and Illness Rate

(recordable incidents per 200,000 work hours)



Loss of Primary Containment Incidents

(number of incidents)

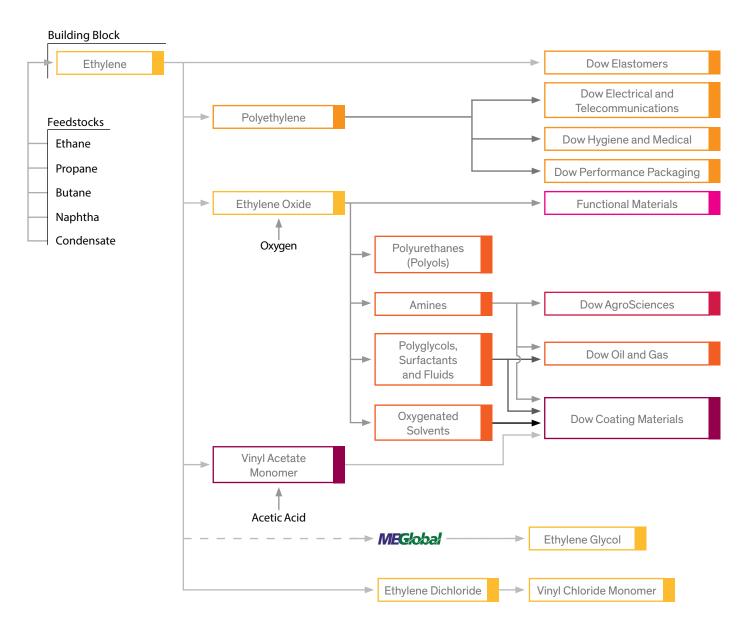


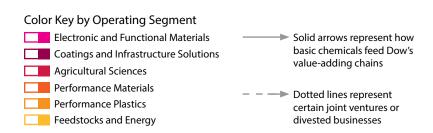


Recent Recognitions

- ► Named to the Dow Jones Sustainability World Index for the 12th time
- ► Earned A+ rating for annual sustainability report based on the Global Reporting Initiative
- ► Awarded Green Cross for Safety Medal from the National Safety Council
- Received 22 ACC Responsible Care® Area Awards and 23 Honorable Mentions from 187 nominations worldwide

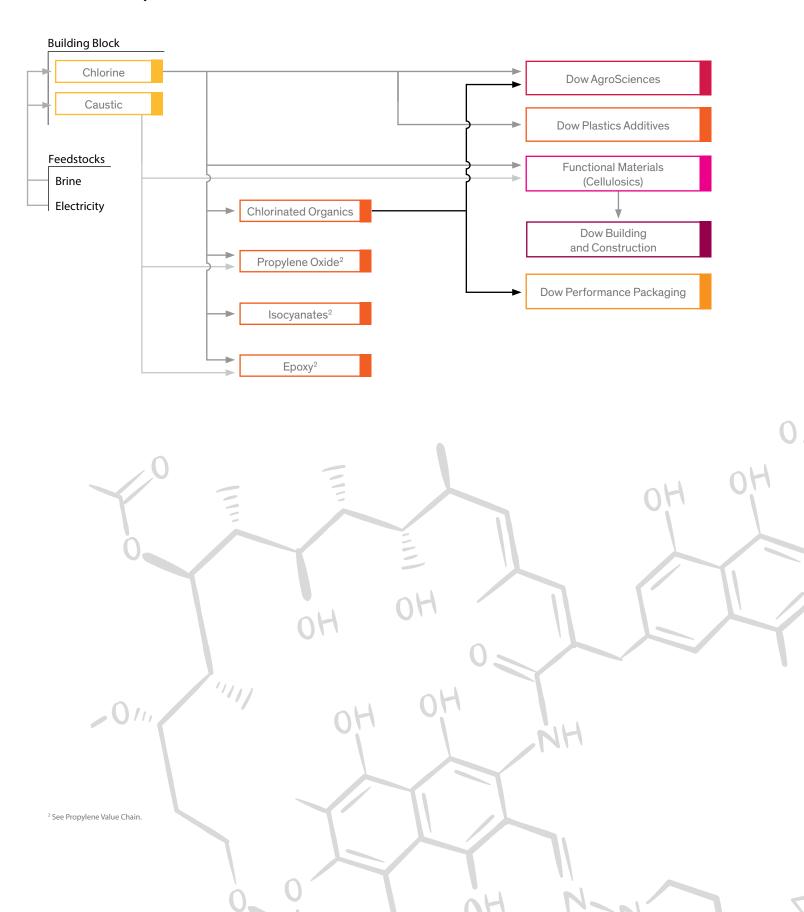
Ethylene Value Chain Overview



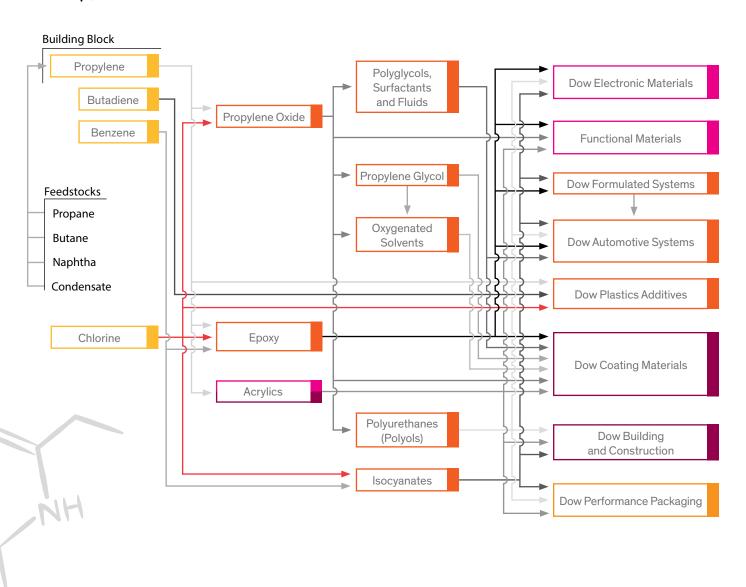


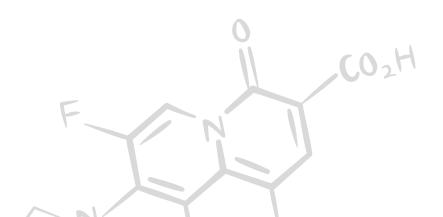
 $^{^{\}rm I}$ The Chemistry Value Chain Overviews are meant to show some of the key basic chemicals and building blocks and are not all-inclusive.

Chlorine Value Chain Overview



Profylene Value Chain Overview





Chemistry Flow

The majority of Dow's cost-advantaged building blocks are used to fuel sustainable growth in the Company's Performance Materials, Performance Plastics and Advanced Materials businesses.

These building blocks enable Dow innovations – technologies that support a wide range of industries, including agricultural sciences, construction, electronics and communications, energy storage, health care, home and office, infrastructure, nutrition, oil and gas, packaging, personal care, renewable energy, transportation and water. Investments in the U.S. Gulf Coast and Middle East are part of Dow's strategy to further establish a platform for growth for our downstream businesses.

Dow's Leadership Positions

Ethylene

- · World's most flexible ethylene producer
- · World's largest producer of purified ethylene oxide

Chlorine

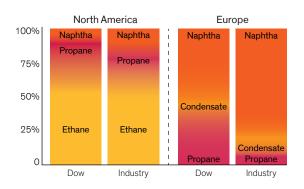
- · World's largest producer of chlorine
- World's largest producer of caustic soda

Propylene

Major consumer and producer of propylene

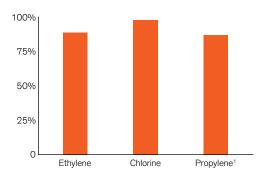
Dow's Feedstock Flexibility Leads the Industry

World-leading ability to maximize the use of cost-advantaged ethane and propane when naphtha is disadvantaged.

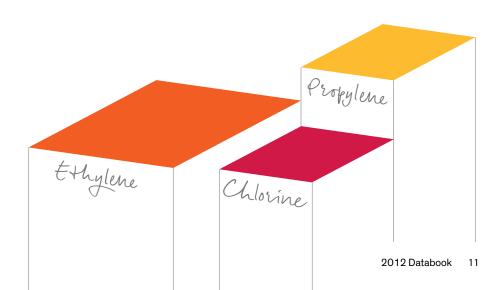


Downstream Use of Building Blocks

In 2012, 88 percent of ethylene, 97 percent of chlorine and 86 percent of propylene produced internally by Dow were consumed by downstream derivatives.



¹Represents usage after divestiture of polypropylene business



Dow at a Glance

Electronic and Functional Materials

Electronic and Functional Materials has two key global business units. Electronic Materials develops and markets advanced technologies for the electronic materials and display market segments. Functional Materials delivers performance-enhancing solutions that differentiate products in pharmaceuticals, food, water, energy and personal care industries. Continuous innovation, customer focus and targeted new product development enable these businesses to maximize opportunities in high-growth industries and meet rapidly changing market demands.



Electronics and Entertainment	47%
Consumer and Institutional Goods	17%
Industrial Markets	8%
Healthcare and Medical	7%

Construction Other 16%

Coatings and Infrastructure Solutions

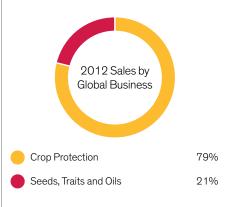
Coatings and Infrastructure Solutions is a portfolio of specialty businesses in coating materials, water treatment and building solutions. These unique solutions cover a broad-based set of market needs, including coatings raw materials, water purification, construction chemicals, and insulation and weatherization products. By leveraging its global reach, strong sales and technical support, and R&D capabilities, this segment is delivering customer value in a diverse range of high-growth end-markets.





Agricultural Sciences

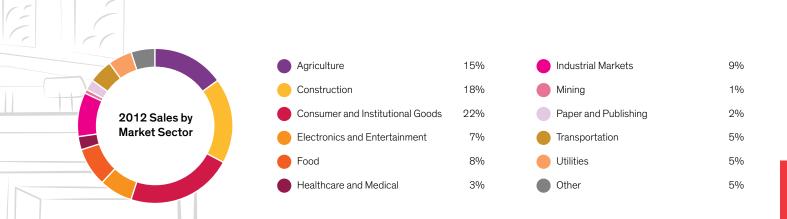
Working with farmers to increase yields and feed a growing population, Agricultural Sciences is a leading producer of crop protection, plant biotechnology products, urban pest management solutions and healthy oils. With sales in more than 130 countries, the segment is experiencing significant technology-driven growth, led by plant biotechnology innovations and novel crop protection solutions.





5%





Performance Materials

Performance Materials provides a diverse array of products and technologies that address large, attractive end-markets such as electronics, pharmaceuticals, cleaning supplies, refining and gas processing, transportation, industrial lubricants, furniture and bedding, and consumer goods. Advantaged by integration into feedstocks, Performance Materials innovates unique chemistries, tailored solutions and novel building blocks that enable the growth of its customers and other Dow businesses.



Consumer and Institutional Goods	26%
Industrial Markets	20%
Construction	17%
Transportation	12%
Electronics and Entertainment	9%

16%

Other

Performance Plastics

As the world's leading, most-differentiated plastics franchise, Performance Plastics is leveraging its innovative materials and technologies to address customer needs in highgrowth, specialized applications in packaging, elastomers, hygiene and medical, and electrical and telecommunications. A strong market orientation, enhanced customer collaboration, global feedstock advantage and complementary technology platforms drive faster, more profitable growth.



Consumer and Institutional Goods	39%
Food	23%
Utilities	9%
Healthcare and Medical	6%
Transportation	6%
Other	17%

Feedstocks and Energy

Feedstocks and Energy is the largest global producer of ethylene, chlorine, caustic soda and purified ethylene oxide, as well as a leading consumer and producer of propylene and energy. The segment's unrivaled scale, highly integrated operations and feedstock flexibility help enable a reliable, lowcost supply of chemical building blocks to Dow's performance and market-driven businesses.

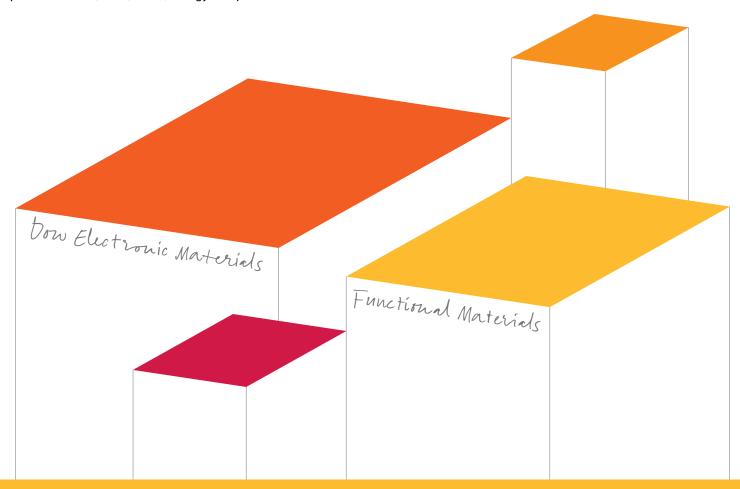


Chlor-Alkali/Chlor-Vinyl	19%
EO/EG	5%
Energy	4%
Hvdrocarbons	72%



Electronic and Functional Materials

Advanced technologies and customized solutions for the electronics and display markets; performance-enhancing solutions for the pharmaceutical, food, water, energy and personal care industries.

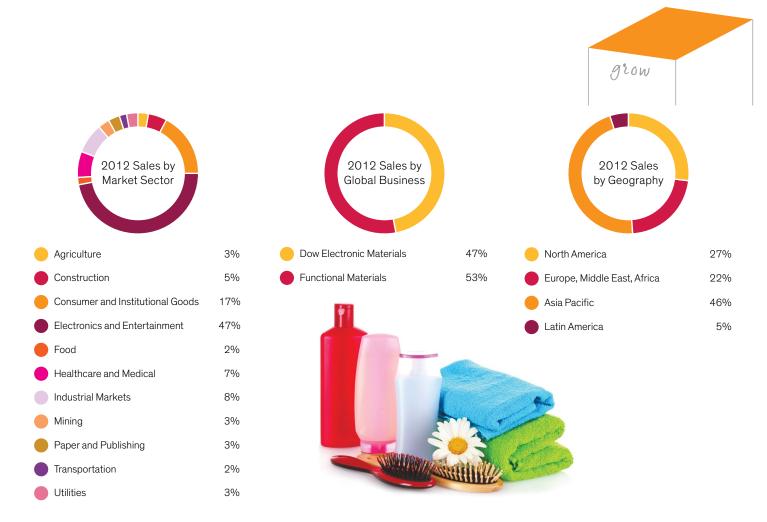


Selected Historical Segment Information for Electronic and Functional Materials

\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$993	\$1,064	\$1,087	\$1,059	\$4,203	\$1,134	\$1,197	\$1,205	\$1,063	\$4,599	\$1,121	\$1,151	\$1,111	\$1,098	\$4,481
EBITDA ¹	\$217	\$ 281	\$ 277	\$ 277	\$1,052	\$ 257	\$ 287	\$ 306	\$ 234	\$1,084	\$ 243	\$ 287	\$ 273	\$ 155	\$ 958
Certain Items ² Decreasing EBITDA	\$ (8)	_	_	_	\$ (8)	_	_	_	_	_	\$ (17)	_	_	\$ (56)	\$ (73)
EBITDA Excluding Certain Items	\$225	\$ 281	\$ 277	\$ 277	\$1,060	\$ 257	\$ 287	\$ 306	\$ 234	\$1,084	\$ 260	\$ 287	\$ 273	\$ 211	\$1,031
Depreciation and Amortization	_	-	_	_	\$ 448	_	-	-	1	\$ 439	_	-	-	_	\$ 420
Equity in Earnings of Nonconsolidated Affiliates	\$ 27	\$ 26	\$ 23	\$ 30	\$ 106	\$ 24	\$ 25	\$ 23	\$ 32	\$ 104	\$ 19	\$ 35	\$ 27	\$ 13	\$ 94
Capital Expenditures	_	_	_	_	\$ 221	_	_	_	_	\$ 247	_	_	_	_	\$ 268

¹ Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders" is provided in the Appendix.

² A description of Certain Items affecting results is provided in the Appendix.



Elements of Market Success

- Industry leadership position in key electronic materials segments, including #1 and #2 positions in chemical mechanical planarization pads/slurries, photolithography materials and metallization for circuit boards
- Speed of technology and new product development to meet rapidly changing market demands
- Performance-enhancing solutions that enable customers to differentiate their products or make unique label claims
- World-class technical service and support

Elements of Profitability

- Expansion into faster-growing markets that value innovation
- Continuous innovation to maintain leading-edge technologies for rapidly changing industry dynamics and customer needs
- Strong intellectual property to provide the next generation of solutions
- Opportunistic alliances and bolt-on acquisitions to supplement organic growth and broaden technology platforms

Electronic and Functional Materials	
Normalized Revenue Growth Target	2X GDP
EBITDA Margin Target ¹	~25%
2012 Adjusted EBITDA Margins ²	23%
ROTC ³ Value Driver	Grow

¹ EBITDA margin is defined as EBITDA as a percentage of reported sales

³ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets



Path to Grow High-Return Businesses

Innovation

Collaborative. customer-driven materials research

End-Market Differentiation

Focus on faster-growing, technology-oriented applications

Operational Excellence

Optimized footprint and global, cost-competitive manufacturing position



 $^{^2\,}Adjusted\,EBITDA\,margin\,is\,defined\,as\,EBITDA\,excluding\,the\,impact\,of\,Certain\,Items\,as\,a\,percentage$

Dow Electronic Materials

Dow Electronic Materials is a leading global supplier of enabling materials for applications such as consumer electronic devices, flat-panel displays and telecommunications. The business produces materials for chemical mechanical planarization (CMP); materials used in the production of electronic displays, including brightness films, diffusers and metalorganic precursors for light-emitting diodes (LEDs); organic light-emitting diode (OLED) materials; products and technologies that drive leadingedge semiconductor design; materials used in the fabrication of printed circuit boards; and integrated metallization processes critical for interconnection, corrosion resistance, metal finishing and decorative applications. Dow Electronic Materials is comprised of four principal businesses, each serving one or more key segments in the electronic materials space.

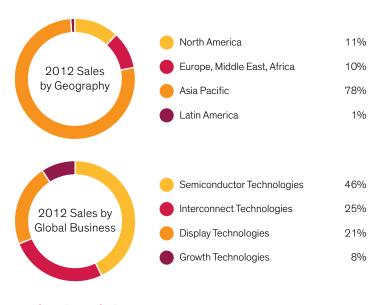
High-Growth, Technology-Intensive Market Segments

Business	Market Segment	Technology	Leadership				
Semiconductor Technologies Serves the integrated circuit fabrication industry with a wide range of technologies used by nearly all of the industry's top semiconductor manufacturers	Integrated Chip (IC) Fabrication	Immersion 193 resists, antireflectants, developers, polishing pads, copper slurries, conditioners	#1 market leader in pads/slurries #2 market leader in photoresist/antireflectants				
Interconnect Technologies Serves the printed circuit board, electronic finishing and industrial finishing industries with advanced metallization technologies that improve performance of electronics and enable high-density circuits	Printed Circuit Board, Electronics, Industrial Finishing	Metallization, imaging	#1 market leader in metallization chemistry				
Display Technologies Serves the large and growing market for liquid crystal displays, including the emerging OLED area, providing technology differentiation in multifunctional and light guide films, LED backlight-optimized films and display chemicals	Display Materials	Brightness films, diffusers, multifunction films, display chemicals, OLED materials, cadmium-free quantum dots ¹	#1 market leader in OLED emitters #1 market leader in diffusers				
Growth Technologies Serves as a technology and commercial incubation center that focuses on emerging technologies, including advanced semiconductor packaging, optics, advanced ceramics and LEDs	Emerging Materials	Advanced packaging, metalorganics, opticals and ceramics, LED materials, photovoltaics	#1 market leader in trimethyl gallium (TMG) metalorganic precursors for LEDs				

Key R&D Innovations

- AccuDep[™] precursors for thin film deposition on critical semiconductor layers using atomic layer deposition (ALD) and chemical vapor deposition (CVD)
- ACuPLANE™ Cu Barrier CMP Slurries deliver "tunable" results and low defectivity for conventional and 3D-IC (TSV/TSI) applications
- MICROFILL™ electrolytic copper helps improve the performance and reliability of next-generation small form factor devices

- Emissive materials for OLED display technology
- EPIC™ photoresists and AR™ antireflectants, designed for the latest immersion lithography processes
- IKONIC[™] polishing pad platform for multiple benefits in copper, tungsten, inter-layer dielectrics (ILD), shallow trench isolation (STI) and other polishing applications
- VISIONPAD™ CMP pad series combines the benefits of hard and soft pads into a single product



Market Growth Opportunities

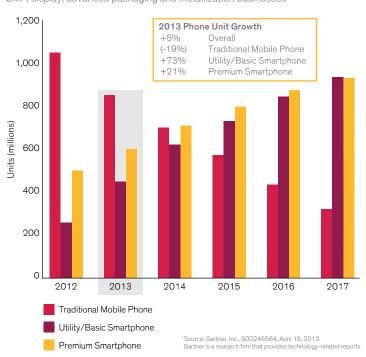
- CMP Pads and Slurries
 - Technology development of CMP processes for novel materials associated with next-generation devices
- Photolithography Materials
 - Photoresist and ancillary product developments for application at or below 22 nm
- LED Materials
 - Semiconductor firms entering the market are longstanding customers of Dow
 - Portfolio of metalorganic precursors and Dow's novel precursor delivery technology
 - Dow's entry into the phosphors market segment for high-performance LED packages
- Advanced Chip Packaging
 - Dow's metallization and dielectric materials qualified at industry-leading semiconductor packagers
 - New permanent and temporary wafer bonding adhesives utilizing benzocyclobutene (BCB) technology
 - Well-positioned to capture growth in telecommunications, mobile and tablet market segments
- OLFD Materials
 - Technology leader in active matrix OLED materials for large- and small-size displays
 - Well-positioned to capture growth with Korean manufacturing base
- IC Carrier for Logic Devices
 - Advanced metallization technologies to enable fabrication of interconnect carriers for smartphones and tablets

Recent Strategic Achievements

- Opened new Dow Seoul Technology Center for advances in display technologies and semiconductor-related applications
- Construction completed and start-up underway at Advanced Packaging Metallization manufacturing facility in Cheonan, Korea
- Start-up of new Zhangjiagang, China, manufacturing facility to serve the growing Chinese electronics industry and to strengthen customer support capabilities
- Bolt-on acquisition of Lightscape Materials, Inc. for specialty phosphor technology to deliver improved quality, reliability and output color of LED light-based systems
- New benchmark set with launch of IKONIC[™] polishing pad platform for highest performance CMP of semiconductors at or below 28 nm technology node
- Two new MICROFILL™ products deliver critical technologies to enable miniaturization of next-generation devices
- Development of Extreme Ultraviolet (EUV) lithography photoresists and ancillaries in collaboration with customers and industry development centers are demonstrating superior performance

Market Trends: Smartphone Growth¹

Continued smartphone growth fuels Dow's advanced lithography, CMP, display, advanced packaging and metallization businesses



Functional Materials

Functional Materials is a portfolio of global businesses that create performance-enhancing solutions that enable customers to differentiate their products in the pharmaceutical, food, energy, and home and personal care markets. Together, these businesses:

- · Help bring new classes of drugs to market and enable pharmaceutical manufacturers to improve the safety and performance of medications
- · Enable the global availability of gluten-free foods and foods with reduced oil and fat content
- Help energy producers run their operations more efficiently, with less environmental impact
- Improve the performance of personal care products and enable market differentiation among hair care, skin care and sun care products

Functional Materials is comprised of three businesses:

Dow Consumer and Industrial Solutions

Dow Consumer and Industrial Solutions designs and markets a suite of innovative products, as well as performanceenhancing technologies that improve customer experience and enable product differentiation. The business portfolio provides sustainable, technology-rich solutions to a broad spectrum of market segments including home and personal care, coatings, metalworking fluids, life sciences, paper, automotive and pharmaceutical.

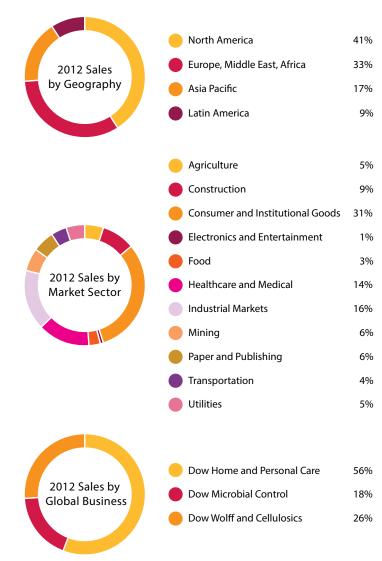
Dow Microbial Control

Dow Microbial Control helps customers predict, diagnose and sustainably solve the planet's most difficult microbial problems by harnessing the power of its best-in-class, global expertise and intellectual-property-rich portfolio. This established portfolio includes advanced microbial control technologies such as advanced diagnostics and biosensors, ozone delivery technology and biological microbial control.

Dow Wolff and Cellulosics

Dow Wolff and Cellulosics is an established leader in cellulose ethers and related chemistries and a preferred development partner for food and pharmaceutical manufacturers and suppliers. Its innovative solutions enable customer differentiation in highly regulated markets.







Elements of Market Success

- Deep understanding of current and future customer needs and market opportunities in high-value segments
- Market-driven innovation based on distinct chemistries and technologies
- Rich innovation pipeline with multiple opportunities for cross-fertilization
- Strict portfolio discipline to drive ongoing improvements in profitability

Key R&D Innovations

- SILVADUR™ antimicrobial inhibits microbial growth and build-up of microbes on fabric surfaces. The SILVADUR™ patented, polymer-containing silver technology delivers silver ions to fabric surfaces and activates them in the presence of undesirable bacteria. No unwanted odors and discoloration can occur with SILVADUR™ long-lasting antimicrobial.
- EcoSmooth™ Conditioning Polymers are innovative technologies specially developed to allow formulators to improve the sensory performance of body washes, conditioners and shampoos without the use of silicone.
- METHOCEL™ Foam is a blend of cellulose and other ingredients that brings excellent stabilization in whipped toppings. Dow's product provides additional stability even with fluctuating processing temperatures and acidity levels. Most important, METHOCEL™ Foam performs better than competitive products and allows formulators to reduce the use of more expensive caseinates.

Recent Strategic Achievements

- Alliance formed between Dow Wolff and Cellulosics and Bend Research to develop next-generation pharmaceutical products that address the industry's solubilization challenges. This will enable us to help our customers bring new classes of medications to market using active ingredients that, until now, could not be formulated in consistent and safe ways into pills, tablets and capsules
- Growing global partnership, led by Dow Microbial Control, is helping improve sustainability of the microbial industry
- New generations of microbial control products that can be used safely in topside and injection water and hydraulic fracturing fluids to keep unwanted microbes from contaminating the environment
- Ever-expanding capability of bringing new technology to market for personal care products in body washes and shampoo formulations that deliver both conditioning benefits and a luxurious sensory feel, along with improved sustainability profiles over previous generations of products



Coatings and Infrastructure Solutions

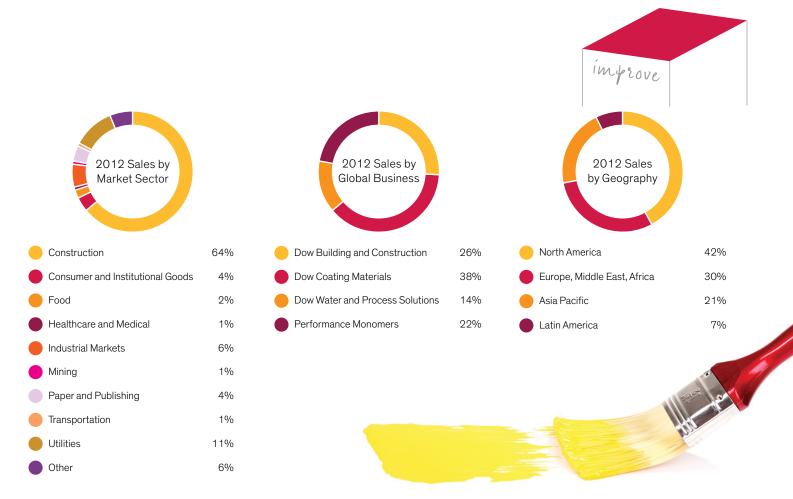


Selected Historical Segment Information for Coatings and Infrastructure Solutions

\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4'11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$1,581	\$1,734	\$1,734	\$1,547	\$6,596	\$1,732	\$2,002	\$1,905	\$1,561	\$7,200	\$1,703	\$1,888	\$1,730	\$1,577	\$6,898
EBITDA ¹	\$ 250	\$ 347	\$ 382	\$ 251	\$1,230	\$ 250	\$ 368	\$ 372	\$ 177	\$ 1,167	\$ 204	\$ 337	\$ 246	\$ 36	\$ 823
Certain Items ² Decreasing EBITDA	\$ (8)	\$ (12)	-	I	\$ (20)	I	I	_	\$ (60)	\$ (60)	\$ (41)	I	I	\$ (93)	\$ (134)
EBITDA Excluding Certain Items	\$ 258	\$ 359	\$ 382	\$ 251	\$1,250	\$ 250	\$ 368	\$ 372	\$ 237	\$1,227	\$ 245	\$ 337	\$ 246	\$ 129	\$ 957
Depreciation and Amortization	_	_	_	-	\$ 638	-	-	-	_	\$ 548	_	-	-	_	\$ 476
Equity in Earnings (Losses) of Nonconsolidated Affiliates	\$ 86	\$ 86	\$ 75	\$ 96	\$ 343	\$ 68	\$ 79	\$ 72	\$ 102	\$ 321	\$ 22	\$ 45	\$ 29	\$ (46)	\$ 50
Capital Expenditures	_	_	_	-	\$ 239	-	-	_	_	\$ 365	_	-	-	_	\$ 269

¹ Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders" is provided in the Appendix.

² A description of Certain Items affecting results is provided in the Appendix.



Elements of Market Success

- Industry-leading position in coatings largest and broadest range of chemistries (acrylics, cellulosics, polyurethanes, epoxies and water-solubles), global insight and R&D capabilities
- Extensive building and construction portfolio insulation, weatherization, sealant and adhesive products and systems, as well as construction chemicals technologies and energy efficiency and renewable power solutions
- Industry leader in reverse osmosis and ion exchange resin technologies - only manufacturer offering a full portfolio of water treatment technologies globally
- Market-centric, with strong sales support, customer service and technical expertise in each geographic area
- Positioned for emerging market trends, including more stringent energy standards for buildings, low volatile organic compound (VOC) standards for coatings and the growing need for clean, affordable water supplies
- Unmatched R&D capabilities, with technical centers located around the world, providing unparalleled technical support and leading-edge product development

Elements of Profitability

- · A broad portfolio of chemistries with application expertise, product innovation and strong channels to market
- Easy-to-access portfolio, allowing customers to easily collaborate with Dow on new or enhanced formulations
- Global supply chain ensures reliability and cost-efficiency anywhere in the world

Coatings and Infrastructure Solutions							
Normalized Revenue Growth Target	1.5X GDP						
EBITDA Margin Target ¹	20-25%						
2012 Adjusted EBITDA Margins ²	14%						
ROTC ³ Value Driver	Improve						

¹ EBITDA margin is defined as EBITDA as a percentage of reported sales

Path to Improve Return on Capital

Optimize

Optimize portfolio and envelope management

Innovate

Expand customer value with differentiated technologies and innovations

Drive growth by utilizing competitive positions where returns are attractive



² Adjusted EBITDA margin is defined as EBITDA excluding the impact of Certain Items as a percentage

³ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets and amortization)

Dow Building and Construction

Dow Building and Construction is a leader in providing building solutions that insulate, protect, power and enhance the entire building envelope for maximum energy efficiency and performance. Dow Building and Construction is comprised of three global businesses – Dow Building Solutions, Dow Construction Chemicals and Dow Solar Solutions – that offer a wide breadth of sustainable product solutions for construction, insulation, air sealing and weatherization, and solar energy – all designed to improve the performance of residential and commercial buildings.

Dow Building and Construction leads the way in sustainable building science, putting its entire building envelope expertise to work to develop differentiated, high-performance, energy-efficient solutions for both new construction and retrofit projects around the globe.



Elements of Market Success

- Broad technology portfolio
- Strong regulatory and certification knowledge
- Responsive technical service and support
- Strong channels to market

Market Growth Opportunities

- Higher standards and codes for buildings and energy conservation
- Drive to reduce greenhouse gas emissions
- Growing population and increasing urbanization
- Demand for lower labor and maintenance costs and increased performance
- Aging infrastructure and need for upgrading existing housing stock

Leading Technology Positions

- #1 global positions in extruded polystyrene foam insulation and cellulosic-based construction chemical additives
- #1 positions in one-component foams in retail and acrylic-based construction chemicals in North America
- Leading position in weatherization

tow Building Solutions

With more than 60 years of experience, Dow Building Solutions is a leader in delivering insulation, air sealing and weatherization solutions for new and retrofit construction that improve energy efficiency, reduce energy costs and provide more sustainable residential and commercial buildings.

Elements of Market Success

- Valued brands, world-renowned for exceptional thermal and moisture-resistant properties
- Strong channels to market in commercial, residential, retrofit and retail
- Building science expertise, deep understanding of regional market needs and codes, strong regulatory and certification knowledge
- Broad technology portfolio and commitment to innovation

Recent Strategic Achievements

- STYROFOAM™ insulation products included in numerous construction projects on the London 2012 Olympic Park, including the Olympic Stadium, the Handball Arena and the Copper Box
- Dow's new polymeric flame retardant for insulation applications received numerous awards including the 2012 R&D Top 100 Award and the 2012 4th Annual Michigan Green Chemistry Governor's Award
- DOW™-KNIGHT CI-SYSTEM selected winner of the second annual Product Innovation Award from Architectural Products magazine
- Launched GREAT STUFF™ Pestblock Insulating Foam Sealant, a new air sealing product that helps prevent insect intrusion
- The first Italian Passivhaus Hotel Project included high-performance XENERGY™ insulation materials

Strategic Actions

• Optimized asset efficiency with the shutdown three plants that produce STYROFOAM™ insulation products, located in Estarreja, Portugal; Balatonfuzfo, Hungary and Charleston, Illinois; and idled a plant in Terneuzen, the Netherlands



Dow Construction Chemicals

Dow Construction Chemicals offers application and materials science across a wide range of acrylic, cellulosic and redispersible powder technologies designed to differentiate construction materials such as caulks, sealants, concrete sealers, elastomeric roof coatings, EIFS applications, insulation, and roof tile and siding coatings - all to advance the performance and durability of buildings and infrastructure.

Industry-Leading Brands

- AQUASET™ Acrylic Thermosetting Resins
- RHOPLEX™ and PRIMAL™ Acrylic Polymer Emulsions
- METHOCEL™, WALOCEL™ and CELLOSIZE™ Cellulose Ethers
- DOW™ Latex Powders

Recent Strategic Achievements

- Won the Pioneer Award issued by the Mortar Committee of China Building Material Industry Association
- Launched PRIMAL™ FS-3600, an alkylphenol ethoxylates (APEO)-free binder technology for application in adhesives, base coats and mortars
- Developed RHOPLEX™ EC-3100 polymer, an industry-first acrylic technology to help elastomeric "cool roof" coatings extend the life of thermoplastic polyolefin (TPO) roofs in North America
- Cool Reflective Roof Coating technology helped Dow win the Diamond Award for Innovation for a sustainable housing project in low-income communities of Rio de Janeiro

Dow Solar Solutions

Dow Solar Solutions is growing residential solar adoption with the DOW POWERHOUSE™ Solar Shingle, an award-winning residential roofing system that protects a home like a standard shingle but also has embedded solar cells to power it.

Strong Value Proposition

The DOW POWERHOUSE™ Solar Shingle roofing system is the roof, reinvented. It enables homeowners to expect more from their roof than simply protecting the home by turning it into a source of value that also generates electricity and savings. DOW POWERHOUSE™ Solar Shingles are a smart investment, generating enough savings to pay for themselves while increasing the value of the home. It turns the roof from a depreciating asset into a revenue generator, while also meeting the needs of homeowners who want to go solar, but have been unreceptive to the complexity and aesthetics currently offered by existing rack-mounted solar systems.

Recent Strategic Achievements

- DOW POWERHOUSE™ expanded availability into strategically chosen markets, including Colorado, Northern California, Central Texas, Michigan, New York, Connecticut, Rhode Island, Maryland, Massachusetts and D.C.
- Growth has been facilitated with the introduction of authorized dealers who service the reroof market, and homebuilder partners who are creating solar communities using DOW POWERHOUSE™ as a feature on their new homes.



Dow Coating Materials

Dow Coating Materials is the world's largest coatings raw materials supplier, serving the global architectural and industrial coatings sectors with innovative materials and technologies. Delivering on its vision to be the expert's expert in paints and coatings, Dow Coating Materials collaborates closely with customers to develop end-use products that are easier to use, resist stains, enhance air quality, provide longer-lasting protection and use fewer natural resources.

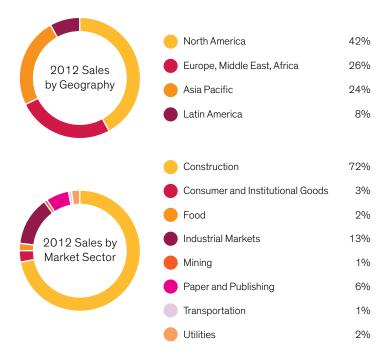
With 36 manufacturing plants and four dedicated R&D technical facilities across all major geographic areas, Dow Coating Materials has a broad portfolio of materials, including waterborne acrylics, rheology modifiers, dispersants, surfactants, opacifiers, epoxy resins and epoxy curing agents.

Elements of Market Success

- Meeting demand for paints and coatings to help improve performance and sustainability including better hiding, lower volatile organic compound (VOC) emissions, reduced raw material consumption and more waterborne options
- Deep application expertise, coupled with a technology-rich portfolio clearly pointed toward commercialization
- Largest portfolio of coatings raw materials and the greatest breadth of technologies, including industry-leading positions in acrylic binders, HEUR rheology modifiers, dispersants, opaque polymers and epoxy resins
- Accelerated commitment to fast-growing regions with notable growth in China, India, Brazil and other countries where an emerging middle class is demanding higher levels of performance from paints and coatings

Recent Strategic Achievements

- FASTRACK™ Technology for traffic paint chosen to mark a 120-kilometer Olympic route and 650 Olympic rings at the London 2012 Olympic Games
- OUDRA™ Solution Series launch in North America completes global presence of new brand. Products address market need for new and novel chemistries that raise the durability, application efficiency and sustainability profile of coatings that protect medium to heavy industrial assets



Strategic Actions

- Maintain strong leadership position in architectural coatings through industry adoption of hiding and additive technologies
- Build a robust franchise in industrial coatings through new high-performance chemistries and application expertise
- Strengthen the paper and leather coatings businesses through differentiated technologies and ongoing customer engagement
- Continue to implement cost and cash flow measures focusing on improving asset utilization and reducing structural costs





Key R&D Achievements

- OUDRATherm™ Binder: Commercialized in 2012, this
 patented technology offers exceptional temperature
 resistance ideal for composite and pipeline applications
- EVOQUE™ Pre-Composite Polymer Technology: A breakthrough hiding performance technology platform that helps customers improve paint performance and upgrade formulations. The technology helps improve TiO₂ efficiency and contributes to tighter film formation and improved barrier properties
- Next-Generation Binder Technologies: Can help improve indoor environments by absorbing air contaminants, lowering VOC levels and reducing paint odors
- Paper Coatings: Developed and commercialized in 2012, FDA- and BfR-approved vinyl acrylic and vinyl acetate binders to help meet the stringent performance requirements of the packaging export industry

Market Growth Opportunities

- Expanding hiding performance capabilities, helping formulators improve performance, reducing costs and improving carbon footprint
- Improving sustainability and lowering VOCs while advancing performance and cost advantages
- Enhancing durability and performance in extreme environments
- Reducing application, manufacturing and processing costs
- Facilitating the production of smart coatings that respond to external stimuli

Industrial Coatings

- ► New OUDRA[™] Solution Series dedicated to developing and delivering new building blocks for heavy-duty marine, maintenance and protective coatings
- ▶ Newly launched technologies include novel and differentiated raw materials that offer excellent adhesion, durability and flexibility; advanced chemical corrosion resistance, impact resistance and damage resistance; improved sustainability
 - Commercialized in 2012, OUDRATherm[™], OUDRACool[™] and OUDRATough[™] Specialty Solid Epoxy Resins enhance performance of fusion-bonded epoxy powder coatings on oil and gas line pipe and related infrastructure subject to extreme installation and operating environments
 - Commercialized in 2012, full line of OUDRACure™
 Curing Agents for solid and liquid epoxy resins
- ► OUDRASperse[™] and OUDRACure[™] Waterborne Epoxy Resins and Curing Agents offer high-performance solutions under increasingly restrictive VOC limits
- ➤ Novel mechanical, hybrid and urethane dispersions in development to raise waterborne performance to solvent-borne levels

Leading Industry Positions

- #1 acrylic binder
- #1 opaque polymer
- #1 HEUR rheology modifiers
- #1 HASE rheology modifiers
- #1 polyacid/carboxylate dispersants



Dow Water and Process Solutions

As the global leader in sustainable separation and purification technology, **Dow Water and Process Solutions** is making a clear impact in every corner of the globe – from developing countries to the most advanced industrialized nations. Building on its 50-year legacy of providing innovative water and process solutions to consumers, communities, municipalities and industries, Dow Water and Process Solutions is spearheading the development of sustainable technologies that integrate water and energy requirements. Today, its technologies are helping to make water safer and more accessible, food taste better, pharmaceuticals more effective and industries more efficient. In addition to being one of the world's largest manufacturers of reverse osmosis water purification membranes, the business is a leading provider of a broad portfolio of ion exchange resins, ultrafiltration membranes, fine particle filters and electrodeionization products.

Elements of Market Success

- Deep in-market technical and application knowledge drives innovation
- Global manufacturing capabilities provide scale and scope to serve worldwide markets
- Targeted R&D investment reduces energy and water requirements to operate plants and capital and operating costs for customers

Growth Strategies

- Economic growth increasingly dependent on water quality and availability for agriculture, industry and municipalities
- Growing global energy demand intensifies water use, further stressing the water-energy nexus
- Urbanization and population growth put pressure on scarce water resources

Leading Industry Positions

- #1 in reverse osmosis
- #1 in ion exchange resin technologies
- Only manufacturer to offer a complete portfolio of advanced water treatment and process technologies

Recent Strategic Achievements

- Growing participation in ultrafiltration through new products such as DOW IntegraPac™ Ultrafiltration skids, launched in March 2012
- Purchased remaining equity in Clean Filtration Technologies, Inc. in April 2012 to add portfolio capabilities for difficultto-treat water
- Launched new TEQUATIC™ PLUS Fine Particle Filter in November 2012
- Launched DOW AMBERCHROM™ HPS60 Chromatography Media for downstream bioprocessing, a flexible, high-value separation and purification solution for pharmaceutical manufacturers and their suppliers
- Won prestigious Middle East award for innovation in sustainability for water recycling solutions
- Signed commercial agreement with Saudi Saline Water Conversion Corporation for research collaboration
- Signed memorandum of understanding for cooperation with China-based Shenzhen Water Group for long-term development and advances in the municipal water treatment market



Performance Monomers

Performance Monomers has an expansive product portfolio, encompassing acrylic, methacrylic, vinyl acetate and specialty monomers. Our products are critical building blocks used by businesses within Dow's Coatings and Infrastructure Solutions and Electronic and Functional Materials operating segments, as well as a variety of growing external industries. Performance monomers are used primarily in coatings, inks, textiles, home and personal care, and energy applications. The business continues to grow by investing in the improvement of Dow's manufacturing assets and footprint in order to provide efficient and reliable operations.

Elements of Market Success

- Reliable, high-performance supplier to internal marketfacing and select external customers
- Integration with Dow's downstream value-adding business segments with low-cost building-block feedstocks

Recent Strategic Achievements

- Two new 2-ethylhexyl acrylate capacity expansions approved for Dow's St. Charles, Louisiana, site targeted to come on line in 2013
- Achieved improved operating performance for methyl acrylate at Cangrejera, Mexico, and methyl methacrylate at Deer Park, Texas
- Continued strong progress in bringing the first acrylic monomer production facility for the Middle East on line in mid-2013 via Saudi Acrylic Monomer Company (SAMCo), a joint venture owned by Tasnee Sahara Olefins Company of Saudi Arabia and Dow
- Initiated a three-year Asset Life Extension project in fourth quarter 2012 to modernize the Texas City, Texas, vinyl acetate monomer (VAM) plant, improving efficiency and supporting continued operational reliability



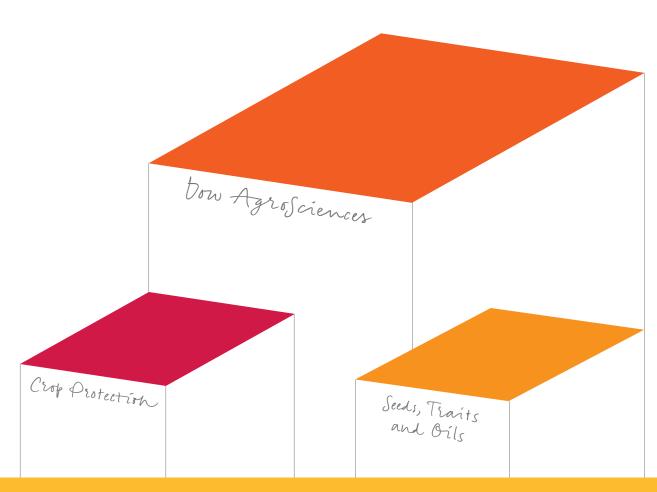
Key Locations

- Texas Deer Park, Freeport, Texas City
- Louisiana St. Charles
- Germany Marl (StoHaas joint venture), Böhlen
- Jubail, Saudi Arabia Saudi Acrylic Monomer Company joint venture
- Ulson, South Korea Asian Acetyls Company Limited joint venture



Agricultural Sciences

Global technology leader in the agriculture industry with a track record of success and well-positioned for future growth.



Selected Historical Segment Information for Agricultural Sciences

\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$1,369	\$1,276	\$948	\$1,276	\$4,869	\$1,606	\$1,500	\$1,205	\$1,344	\$5,655	\$1,838	\$1,676	\$1,302	\$1,566	\$6,382
EBITDA ¹	\$ 384	\$ 196	\$ (12)	\$ 72	\$ 640	\$ 406	\$ 287	\$ 75	\$ 145	\$ 913	\$ 451	\$ 307	\$ 63	\$ 156	\$ 977
Depreciation and Amortization	_	_	_	_	\$ 147	_	_	_	_	\$ 167	-	_	_	_	\$ 176
Equity in Earnings (Losses) of Nonconsolidated Affiliates	\$ 2	\$ (1)	\$ 2	\$ (1)	\$ 2	\$ 3	_	_	\$ 1	\$ 4	\$ 1	\$ (1)	\$ 3	\$ (2)	\$ 1
Capital Expenditures	_	_	_	_	\$ 245	_	_	_	_	\$ 352	_	_	_	_	\$ 316

Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders"



Dow AgroSciences Delivers Industry-Leading Growth



A track record of outperforming the market

Elements of Market Success

- Research-based, technology-focused segment with product lines in crop protection, plant biotechnology, urban pest management and healthy oils
- Robust pipeline of innovative new products driving growth – led by Omega-9 healthy oils, our single-bag REFUGE ADVANCED® powered by SmartStax®, as well as herbicide, insecticide and fungicide solutions

Agricultural Sciences	
Normalized Revenue Growth Target	1.5X GDP
EBITDA Margin Target ³	~25%
2012 Adjusted EBITDA Margins ⁴	15%
ROTC ⁵ Value Driver	Grow

³ EBITDA margin is defined as EBITDA as a percentage of reported sales

Path to Grow High-Return Businesses



¹ Company estimates

² Compound Annual Growth Rate (CAGR)

⁴ Adjusted EBITDA margin is defined as EBITDA excluding the impact of Certain Items as a percentage of reported sales

 $^{^{\}rm 5}$ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets and amortization)

Dow AgroSciences

A global leader in crop protection and plant biotechnology products, urban pest management solutions and healthy oils, **Dow AgroSciences** brings new value to modern agriculture by using innovation and science to solve pressing crop production problems for its customers and boost agricultural productivity to maximum sustainable levels. Its pipeline is robust, and its strategy is focused on new products, capabilities, collaborations and bolt-on acquisitions – all designed to serve the increasing and improving dietary demands for the growing global population.

Elements of Market Success

- Pipeline of biological and crop protection solutions containing game-changing technology in multiple crop segments
- Industry-leading seed trait technology, driven by HERCULEX® Insect Protection traits, SmartStax® Insect Trait Technology and POWERCORE™ – the first five-gene stacked corn trait product for Latin America
- Diverse and profitable crop protection portfolio with insecticide, herbicide, fungicide and fumigant solutions
- Omega-9 Oils from NEXERA® canola and sunflower seeds

Recent Strategic Achievements

- POWERCORE™ launches in Brazil, Argentina and Uruguay
- Major U.S. asset investments announced related to the production of proprietary 2,4-D choline, which is a key component in Colex-D™ Technology featured in ENLIST DUO™ herbicide
- ENLIST DUO™ herbicide registration received in Canada; first cultivation approval for the ENLIST™ corn trait and the ENLIST™ soybean trait granted in Canada
- TRANSFORM™ insecticide (sulfoxaflor) launches in South Korea and four U.S. Midsouth states. Currently registered in five countries and full U.S. registration granted May 2013
- Asset acquisition of Woodland, Calif.-based Cal/West Seeds expands alfalfa business
- Cotton platform gains market share based on leading germplasm and next-generation traits
- Dow declares Omega-9 Oils as its first Sustainability Breakthrough to World Challenges
- ENLIST™ corn license agreement reached with Monsanto; complements DuPont Pioneer license with ENLIST™ soybeans

Key R&D Innovations

Crop Protection

ENLIST DUO™ herbicide with Colex-D™ Technology, a
proprietary blend of glyphosate and new 2,4-D choline,
for use in ENLIST™ crops and featuring near-zero volatility
and minimized potential for physical drift



- · Aminopyralid herbicide continues to ramp up globally
- Pyroxsulam herbicide extends franchise in Europe, the United States and Canada
- Penoxsulam herbicide launches into new crop markets and formulations
- Spinetoram insecticide extends "greener" insecticides
- The SENTRICON® System with Always Active technology enables less frequent monitoring and improved overall termite protection
- SMARTFRESH™ Quality System (AgroFresh™) successfully controls fruit and vegetable ripening by controlling naturally occurring ethylene during storage and transport

New "In-Flight" Crop Protection

(Incremental Sales Revenue, \$ in millions)

\$800
\$600
\$400
\$200
\$0

2008
2012
Actual
Actual
Projected



Robust Pipeline of Crop Protection Solutions Builds for the Future

- Sulfoxaflor insecticide brings a new fast-acting class of chemistry, sulfoximines, to the market with a unique mode of action and low-use rates that will address a more than \$2 billion global sap-feeding market segment currently unmet by existing technologies.
- Next-generation herbicide candidate in cereals to provide excellent broadleaf weed control.
- New cereal fungicide with a novel mode of action will provide growers with a valuable solution to combat strobulurin and triazole resistance. First registrations in key European markets are expected in 2018.
- New broad-spectrum post-emergent herbicide for use in multiple crops to control grasses, broadleaves and sedges with an alternative mode of action to manage resistance. First registrations in key European markets are expected in 2018.

Crop Protection Pipeline

Discovery			Development				
Insecticide 4	Herbicide 2	Insecticide 1	NDS 3	NDS 2	NDS 1		
Insecticide 5	Insecticide 3	Insecticide 2	NDS 4	Herbicide 1	Broad Leaf Herbicide		
Fungicide 5	Fungicide 3	Fungicide 2	NDS 5	Fungicide 1	ENLIST Duo™ with Colex-D™		
Fungicide 6	Fungicide 4	NDS 6 ¹					
		NDS 7					

Key R&D Innovations

Plant Biotechnology

- POWERCORE™ Insect Trait Technology: Five-gene trait stack technology providing broad-spectrum and robust insect control using multiple modes of action from multiple genes
- SmartStax® Insect Trait Technology: Delivers multiple modes of action for the broadest spectrum of insect control while reducing the refuge² requirement from 20 percent to 5 percent in the U.S. Corn Belt and from 50 percent to 20 percent in cotton-growing regions to maximize yields
- REFUGE ADVANCED® powered by SmartStax®: Industry's first single-bag refuge solution for corn, featuring 95 percent SmartStax® corn seed and 5 percent refuge (non-Bt) seed
- ENLIST™ Weed Control System
 - Improves and sustains the glyphosate-tolerant cropping system to provide farmers flexibility, convenience and higher yields

- Will provide robust tolerance to new 2,4-D choline in corn, soybeans and cotton, and offers tolerance to glufosinate (soybeans and cotton) and the "fop" (corn) class of herbicides
- Omega-9 Oils: Next-generation canola and sunflower oils made from Dow AgroSciences NEXERA® seeds are zero trans fat, low in saturated fat and uniquely high in healthful monounsaturated (Omega-9) fat

Pipeline of Biological Solutions Containing Game-Changing Technology

- Value-added traits and biological solutions to shape the future of agricultural sciences
- Agronomic traits focused on yield enhancement from stress
- Reduced saturated fat sunflower seed to meet demands for next generation of healthier oils

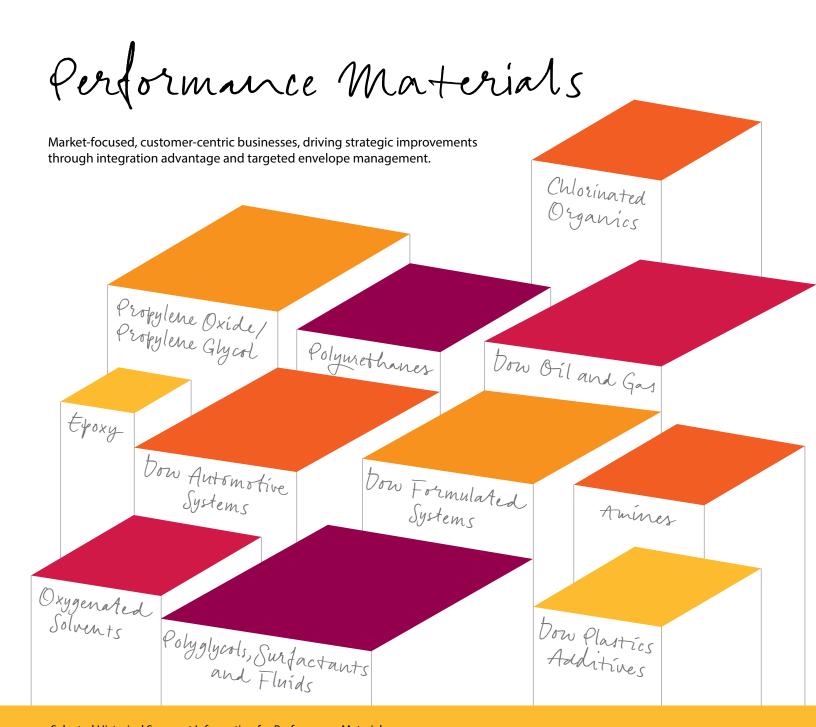
Seeds, Traits and Oils Pipeline

Discovery			Development	
Nutrition Trait 2	Healthier Oil Trait 1	Nutrition Trait 1	No/Low Saturated Fat Sunflower Oil	ENLIST™ Trait Corn
Agronomic Trait 2	Herbicide Tolerance Trait 1	Agronomic Trait 1	Cotton 3-Gene Insect Protection	
Agronomic Trait 3	Herbicide Tolerance Trait 2		ENLIST™ Trait Soybean	
Agronomic Trait 4	Insect Trait 2		ENLIST E3™ Trait Soybean	
Insect Trait 7	Insect Trait 3		ENLIST™ Trait Cotton	
	Insect Trait 4		Insect Trait 1	
	Insect Trait 5			
	Insect Trait 6			

Novel Delivery Systems

² Refuge is a block or strip of land on insect-resistant biotech crops planted with conventional crops to prevent pests from developing resistance to the technology

³ Fop is short for aryloxyphenoxypropionate, a particular class of grass herbicide



Selected Historical Segment Information for Performance Materials

\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4'10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$3,587	\$3,654	\$3,311	\$3,405	\$13,957	\$3,541	\$3,858	\$3,698	\$3,550	\$14,647	\$3,473	\$3,369	\$3,411	\$3,355	\$13,608
EBITDA ¹	\$ 421	\$ 443	\$ 513	\$ 337	\$ 1,714	\$ 564	\$ 481	\$ 478	\$ 225	\$ 1,748	\$ 332	\$ 350	\$ 491	\$ (137)	\$ 1,036
Certain Items ² Increasing (Decreasing) EBITDA	_	\$ 41	_	\$ (112)	\$ (71)	_	_	_	\$ (119)	\$ (119)	\$ (186)	-	-	\$ (404)	\$ (590)
EBITDA Excluding Certain Items	\$ 421	\$ 402	\$ 513	\$ 449	\$ 1,785	\$ 564	\$ 481	\$ 478	\$ 344	\$ 1,867	\$ 518	\$ 350	\$ 491	\$ 267	\$ 1,626
Depreciation and Amortization	_	_	_	_	\$ 627	_	_	_	_	\$ 635	_	-	_	-	\$ 703
Equity in Earnings (Losses) of Nonconsolidated Affiliates	\$ 9	\$ 4	\$ (4)	\$ 7	\$ 16	\$ (5)	\$ (4)	\$ (11)	\$ (11)	\$ (31)	\$ (17)	\$ (20)	\$ (30)	\$ (25)	\$ (92)
Capital Expenditures	_	_	_	_	\$ 621	_	_	_	_	\$ 567	-	_	-	_	\$ 287

¹ Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders" is provided in the Appendix.

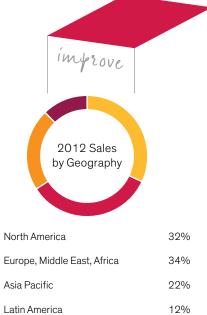
² A description of Certain Items affecting results is provided in the Appendix.



- Agriculture	2%
Construction	17%
Consumer and Institutional Goods	26%
Electronics and Entertainment	9%
Food	2%
Healthcare and Medical	2%
Industrial Markets	20%
Mining	3%
Paper and Publishing	1%
Transportation	12%
Utilities	2%
Other	4%



Amines	6%
Chlorinated Organics	3%
Dow Automotive Systems	8%
Dow Formulated Systems	11%
Dow Oil and Gas	3%
Dow Plastics Additives	5%
Ероху	10%
Oxygenated Solvents	14%
Polyglycols, Surfactants and Fluids	10%
PO/PG	11%
Polyurethanes	19%







Performance Materials				
Normalized Revenue Growth Target	1.1-1.3X GDP			
EBITDA Margin Target ¹	15-18%			
2012 Adjusted EBITDA Margins ²	12%			
ROTC ³ Value Driver	Improve			

¹ EBITDA margin is defined as EBITDA as a percentage of reported sales

Elements of Market Success

- Leading industry positions with flexible, global reach and access to large, attractive end-markets
- Novel building blocks and innovative technologies that enable growth in specialty applications such as electronics, pharmaceuticals, cleaning supplies, refining and gas processing, transportation, industrial lubricants, furniture and bedding, and consumer durables
- Strong customer collaboration to invent unique chemistries and tailored solutions – built and commercialized based on customer needs
- Full-service supplier with global technical service network and locally delivered solutions

Elements of Profitability

- World's largest producer of:
 - Propylene oxide, propylene glycol, polyether polyols and polyglycols
 - Ethanolamines and specialty alkanolamines
 - Oxygenated solvents and intermediates
- Back-integration into feedstocks, supporting a low-cost manufacturing base
- Deep understanding of market trends across numerous industries with participation in differentiated, high-value market segments in fast-growing geographies
- Strong supply network with flexibility to meet customers' specific needs
- Leading production technologies and integration with tailor-made solutions that promote sustainability through reduced waste, energy efficiency, enhanced recyclability and reduced processing costs
- Differentiated products and technologies designed to proactively respond to environmental regulations, yielding competitive advantage for Dow and our customers

Path to Improve Return on Capital

Operational Excellence

Strategic investments in production facilities and R&D to optimize assets and efficiencies

Portfolio Optimization

Leverage low-cost technology position to outperform market in asset utilization and growth

Integrated Projects

Completion of PDH unit and Sadara delivers next level of earnings growth



 $^{^{2}}$ Adjusted EBITDA margin is defined as EBITDA excluding the impact of Certain Items as a percentage of reported sales

³ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets



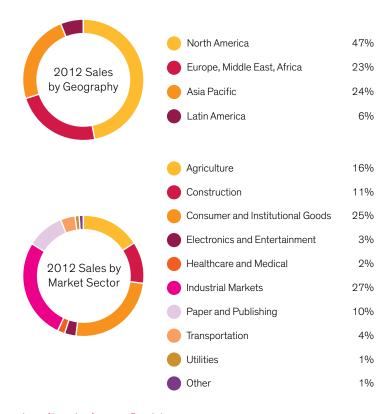
Amines

Dow's **Amines** business is continuing to deliver a robust portfolio of solutions, while exploring market-driven innovations with our strategic customers. Our customer-centric values, collaborative approach and leading-edge technologies uniquely position us to serve our growing customer base across the globe.

Key Offerings

- Amines are a family of functional offerings with a broad range of properties used in numerous applications that enhance daily living.
- Ethanolamines are cost-effective, water-soluble bases that react readily with acids. Popular uses for ethanolamines are surfactants in personal care products such as facial bars, shampoos and soaps; pH control in laundry detergents; and a critical raw material for many herbicides.
- Ethyleneamines are performance enablers in a wide spectrum
 of end-uses. They are used in wet strength resins to prevent
 juice boxes from leaking; they act as a production aid in the
 manufacture of life-saving insulin for diabetics; and they
 are used in both nylon manufacturing and as dispersants in
 engine oils. Ethyleneamines also play a critical role as paper
 additives, epoxy curing agents, corrosion inhibitors and
 polyamide resins.
- Isopropanolamines inhibit corrosion in metalworking fluids, serve an important role in the production of polyurethane and polyethylene, and improve the strength of cement. Typical end-use applications include photoresist strippers for LCD TVs and circuit boards, hard-surface cleaners, gas treatment and use as a pH adjuster to help maintain color stability in mulch.
- VERSENE™ chelants are used to effectively control metal ions in a variety of applications. Common applications include use as an active ingredient in home and personal care products; in textiles to remove unwanted metals; in contact solutions to help balance pH, enhance comfort and eliminate bacteria; and as a preservative in salad dressings and canned goods.





Leading Industry Positions

- #1 producer of ethanolamines
- #1 producer of specialty isopropanolamines
- World-class producer of ethyleneamines

Elements of Market Success

- Low-cost-to-serve position driven by manufacturing technology, vertical integration and economies of scale
- Strong global relationships with customers and channel partners across diverse markets and products
- Market-driven product offerings
- Leading-edge technology
- Advantaged process and catalysis chemistry
- Solutions-oriented mindset

Dow Automotive Systems

Dow Automotive Systems is a leading global provider of collaborative solutions and advanced materials for original equipment manufacturers (OEMs), tier suppliers, aftermarket customers and commercial transportation manufacturers. Dow Automotive Systems' leading technologies, materials engineering, testing and service support are complemented by a robust line of structural, elastic and rubber-to-substrate adhesives; polyurethane foams and acoustical management systems; films; fluids and innovative composite technologies. Through materials science expertise, the business is creating customer-focused solutions, such as strategic advancements in lightweighting that retain crash durability, structural integrity and acoustic performance.

Dow Automotive Systems offices and application development centers are located around the world to ensure consistent regionalized technical, engineering and commercial support for customers and industry groups.

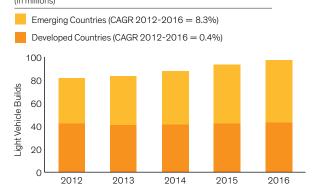
Key R&D Achievements

- BETAMATE™ S crash-durable adhesives with improved performance and shelf life
- BETAMATE™ Flex high-strength flexible adhesive and sealer
- BETAFOAM™ Renue natural oil-based foams provide opportunity to complement sustainability initiatives without compromising performance
- BETAFORCE™ structural adhesives enable composite assembly including carbon-fiber-based components
- VORAFORCE™ family of fast-curing and body-shop-capable epoxy composite resins enabling carbon fiber composites to enter high-volume applications
- SPECFLEX™ flexible polyurethane foam systems for enhanced quality and comfort in seating, interior and acoustics modules

Leading Global Positions

- #1 position in OEM glass bonding, aftermarket glass bonding, structural bonding and brake fluids
- #2 position in rubber-to-metal bonding and polyurethane systems applications for tier suppliers

Light Vehicle Production Projected Growth (in millions)



- ► Emerging Countries/Regions = Central Europe, Eastern Europe, Greater China, Middle East & Africa, South America and South Asia
- ▶ Developed Countries/Regions = Western Europe, Japan/Korea and NAFTA nations





Elements of Market Success

- Innovative technologies for differentiated solutions help targeted customers achieve specific goals and objectives such as alignment with fuel-efficiency trends, lighter materials, safety and acoustic performance
- Application development and advanced engineering expertise provide value-added solutions
- Consultative mindset identifying opportunities, solving problems, bringing materials science, application engineering and deep industry knowledge to the table
- Focused approach ensuring accelerated delivery of key game-changing technologies to the marketplace
- Constant focus on sustainability that includes a portfolio of lightweight materials and bonding technologies necessary to implement emerging solutions



Chlorinated Organics

The **Chlorinated Organics** business is one of the largest global producers of chlorinated organic products, with a strong global presence. Dow is a recognized leader in supplying chlorinated organic products and solutions for safe and sustainable uses as intermediates or feedstocks to produce electronics, agricultural products, and fluoropolymers and non-ozone-depleting refrigerants, as well as solvents for non-emitting, closed systems in cleaning applications and pharmaceutical production.

SAFECHEM™, a wholly owned subsidiary of Dow, provides sustainable cleaning solutions for high-quality metal and dry cleaning applications. SAFECHEM™ provides innovative tools and services to optimize the use of highly effective Dow solvents, further enabling the business to provide an extensive and consistent approach to the chlorinated organics market.

Elements of Market Success

- Low-cost, flexible manufacturing base featuring tremendous economies of scale
- More than 40 years of market expertise
- Recognized industry leader in product stewardship, promoting responsible, safe and sustainable use and distribution
- Highly integrated and efficient operations that recycle co-products from downstream chemical processes, reducing raw material costs and providing a more sustainable manufacturing position
- Cost-efficient provider of feedstocks for multiple Dow businesses



Key Products

Chloroform, methyl chloride, methylene chloride, perchloroethylene, SAFE-TAINER™ System and related products, trichloroethylene, vinylidene chloride

Key Raw Materials

Chlorine, ethylene dichloride, hydrochloric acid, methanol

Dow Plastics Additives

Dow Plastics Additives is a leading supplier of additives for thermoplastic and thermosetting materials such as vinyl, polyester, polycarbonate and other engineering plastics and blends. With a global R&D, technical service and manufacturing footprint, the business supplies compounders and processors with high-quality impact modifiers, processing aids, foam cell promoters and weatherable acrylic capstock compounds.

Elements of Market Success

- Expertise in materials science and polymer processing
- Highly reliable supply and innovative products to generate customer value
- Complete application solutions to the most demanding customer challenges
- Strong pursuit of operational excellence including optimized asset deployment



Key Raw Materials

Acrylic esters, methacrylic esters, butadiene, styrene, chlorine, high-density polyethylene

Etroxy



Dow's **Epoxy** business is a global supplier of epoxy resins, curing agents and intermediates, with nine manufacturing plants across the globe. With a heritage built on more than 50 years in the industry, Dow's Epoxy business is a reliable source of innovative product and technology solutions. The business serves a diverse array of industries and applications, including electrical laminates, civil engineering, composites, infrastructure, consumer goods and more. In addition, Dow epoxy products help fuel downstream businesses such as Dow Coating Materials and Dow Formulated Systems. Dow is one of the most vertically integrated epoxy suppliers in the world, which provides cost advantages and economies of scale across the value chain, as well as dependable product and service delivery around the globe.

Elements of Market Success

- Technology leadership with a strong commitment to product and technology innovation, Materials Science and application expertise
- A trusted brand in epoxy with an industry leadership position for more than 50 years
- An integrated epoxy supplier, driving competitiveness through vertical feedstock integration and a worldwide supply network

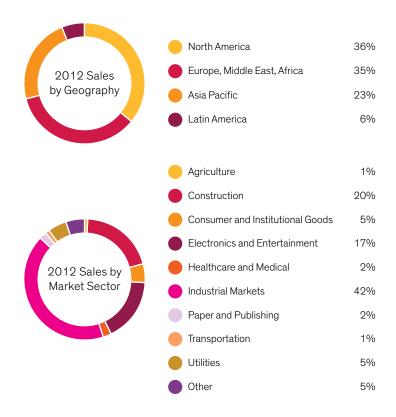
Growth Strategies

- Grow with Dow's downstream businesses in coatings, construction chemicals, plastics additives, adhesives and functional monomers
- Drive growth by building closer relationships with customers and enhancing operational efficiency

Key R&D Achievements

- Cutting-edge PROLOGIC™ Specialty Materials for electrical laminates offering high heat resistance, halogen-free and innovative high-speed, low-loss solutions to the electronics industry
- A global family of differentiated D.E.H.™ Epoxy Curing Agents including chemical-resistant, low-emission, lowtemperature, rapid-cure and waterborne solutions ideal for civil engineering applications





Strategic Actions

- Shut down EPI asset in Freeport, Texas
- Announced plans to shut down Dow's Kinu Ura epoxy plant in Handa-City, Japan, by the end of 2013
- Completed 30 kiloton-per-annum Liquid Epoxy Resin (LER) expansion at Dow's fully back-integrated Stade, Germany, site to improve supply chain and epoxy asset reliability

Key Locations

Baltrigen, Germany; Freeport, Texas; Stade, Germany; Guaruja, Brazil; Gumi, Korea; Zhangjiagang, China

Dow Formulated Systems



Dow Formulated Systems is a global industry leader in the development of fully formulated polyurethane and epoxy systems, providing its business customers with innovative, tailor-made solutions. Applications range from residential and commercial construction, infrastructure repair, and furniture to decorative molding – delivering additional value to material fabricators and OEMs. In order to meet worldwide customer needs locally, the business operates a unique global network of 30 systems houses, R&D and service centers.

Elements of Market Success

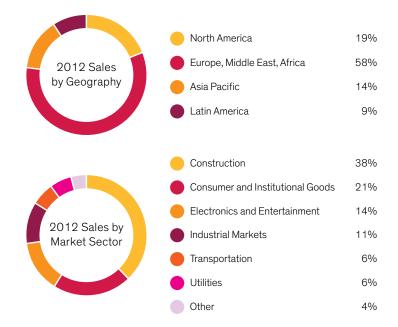
- · Innovative technology and materials science capabilities
- Combined polyurethane and epoxy formulation and application technologies
- Customer-centric and market-focused business model, providing best-in-class service
- Global network of 30 systems houses with more than 300 technical experts located close to the customers' operations and markets

Recent Strategic Achievements

 Launched industrial-scale panel development center "ce|de|pa" with Saip Equipment, fueling growth in energy efficiency solutions for the manufacture of polyurethane-based panels for thermal insulation

Industry Leading Brands

- AIRSTONE™ adhesives and COMPAXX™ foam core systems designed for the fabrication of longer, lighter wind blades
- Mercury-free DIPRANE™ and HYPERLAST™ polyurethane systems designed for demanding industrial applications
- Mercury-free DURELAST™ polyurethane systems for furniture reinforcement and profiling
- FLEXOGRID™, FLEXODECK™, SAFE-T-GRID™ and UREGRID™ solutions help prevent infrastructure decay and help enhance the safety of bridges, highways, parking decks and other infrastructure
- HYPOL™ prepolymers enable foams, gels, coatings and elastomers to control moisture
- MONOTHANE™ single component polyurethane elastomers designed for engineering castings
- POLY-CARB™ long-life pavement marking systems and POLY-CARB DAY-NIGHT VISIBILITY™ technology offer enhanced durability and safety attributes
- SPECFLEX™ furniture molding with enhanced processability and fire-retardant properties
- VORACOR™ systems for the production of discontinuous rigid faced panels for prefabricated buildings and cold storage warehouses and for insulation of commercial and display refrigerators



- VORAFORCE[™] polyurethane and epoxy composite systems allow for fast-curing processability in industrial fabrication of composite pressure vessels and manhole covers
- VORALAST™ technology for high-quality soling systems with Soft Touch Polyether designed for enhancing comfort and with VORALAST™ GT technology for boots, and casual and safety shoes
- VORALUX™ viscoelastic technology serving in a wide variety of consumer applications such as furniture, bedding and velvety pillows
- VORATHERM™ foam formulations provide excellent insulation and flame-retardant properties in building panels for the non-residential construction market
- VORATRON™ electrical encapsulation systems for power transmission and distribution equipment such as indoor dry transformers or switchgears

Dow Oil and Gas

Global energy demand is rising, but oil and gas are becoming increasingly difficult to reach. **Dow Oil and Gas** is helping to provide energy to the world by supplying smart, innovative and customized solutions to enable the tapping of both conventional and unconventional sources. The business is aligned with all markets of the oil and gas industry – from exploration, production, enhanced oil recovery, and oil and gas transmission, to refining, gas processing and power. With more than 65 years of gas-treating experience and more than 40 years in oil production chemistry, Dow Oil and Gas maximizes customer value with innovative chemistries and technologies that can improve production, increase efficiencies, and reduce contaminants and emissions.

Elements of Market Success

- Market knowledge both globally and locally enables understanding of customer needs and customized solutions
- Chemistry and application expertise to improve production, increase efficiencies, and reduce contaminants and emissions
- Advanced innovations for today's challenges, including production from declining reserves and unconventional sources, treating shale gas and managing CO₂ emissions
- Experience that customers trust, with more than 1,000 global references and more than 250 combined years of experience in gas treating, a presence in oilfield chemistry since the 1920s, and more than 25 years in oil and gas transmission

Key R&D Achievements

- ACCENT™ Traceable Scale Inhibitors are innovative polymers designed to cost-effectively ensure flow in producing wells
- The AMINE MANAGEMENTSM Program is a unique service program in which experienced Dow professionals utilize a proprietary simulation program and past experiences to help customers formulate customized gas-treating solutions
- ELEVATE™ CO₂ Enhanced Oil Recovery Conformance Solution is a proprietary Dow system designed to help producers reach and recover more oil from existing wells, while simultaneously reducing operating expenditures
- NEPTUNE™ Advanced Subsea Flow Assurance Insulation System is a simple, all-in-one system based on proprietary chemistry that is designed to help protect subsea pipelines against the increasingly harsh conditions associated with the future of offshore oil and gas production
- UCARSOL™ Shale H-100 Specialty Solvent is the first in a series of specialty amine blends formulated specifically to treat shale gas; the H series specifically treats gas from the Haynesville Shale
- UCARSOL™ LL Specialty Solvents are proprietary, ready-touse, specialty amine solvents that can help increase ethane recovery rates from valuable natural gas liquid (NGL)-rich gas streams



Market Growth Opportunities

Growing global demand for energy is driving the need for advanced chemistries in the oil and gas industry:

- Fossil fuels will continue to dominate the world's energy sources for the foreseeable future
- · Energy supply must increase to meet global demand
- Energy efficiency is required to stay competitive with increasing oil and gas prices
- Emissions must be reduced, as regulations on contaminants have become stricter





Polyglycols, Surfactants and Fluids

Polyglycols, Surfactants and Fluids (PS&F) is a portfolio of businesses that specialize in chemistries that help solve customers' friction and oil-water-solid interface challenges. The portfolio offers a large range of industry-leading brands, products and market solutions to a broad and global customer base. With decades of proven experience and a diverse pipeline of new offerings, PS&F is well-positioned to provide customers with cutting-edge, tailor-made solutions such as lubricants for gas and steam turbines designed to improve energy efficiency, and specialty surfactants that provide excellent wetting and solubility.

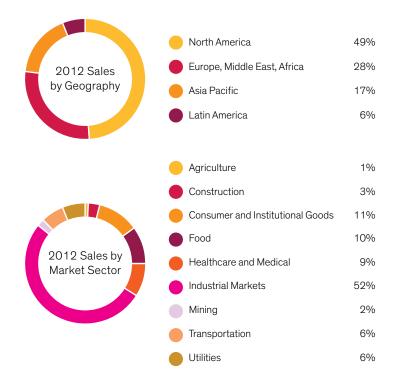
Elements of Market Success

- Strong global reach to capitalize on high-margin growth
- Innovative chemistry and commitment to product application development with a broad range of performance attributes
- Low-cost business model with access to raw materials, logistics and manufacturing expertise
- · Leading brands and channel access
- Highly diverse portfolio of product lines marketed to a broad range of end uses
- Strong brand name recognition and a trusted, reliable supplier to customers
- Technology and manufacturing leadership producing high-quality products
- Niche-oriented solutions containing specific characteristics for customer formulations and logistics

Growth Strategy

Drive growth through innovative, customer-driven products and solutions that meet the needs of the many global markets and customers we serve.





Recent Strategic Achievements

- Enhanced product value of CARBOWAX™ SENTRY™ polyethylene glycol
- Expanded application use of recently launched UCON™ Oil Soluble Polyalkylene Glycol (PAG) Base Fluid, providing a unique lubricant technology compatible with mineral oil, yet retaining key benefits of traditional PAG technology
- Expansion of leading crop defense solutions, including a broad range of proven surfactants, for the agricultural adjuvant market space

Leading Industry Positions

- Broadest line of thermal fluids
- #1 producer of polyglycol

Key Raw Materials

Ethylene oxide, propylene oxide, propylene glycol, ethylene glycol, phenol

Oxygenated Solvents

Oxygenated Solvents is the leading supplier of innovative solvent solutions with the world's broadest and largest portfolio of solvent performance materials. The product offerings include alcohols, esters, ketones and glycol ethers focused on providing solutions to the coatings, cleaning, electronics, inks and mining markets. The business drives earnings growth through broad global reach, solid business relationships and portfolio optimization.

Elements of Market Success

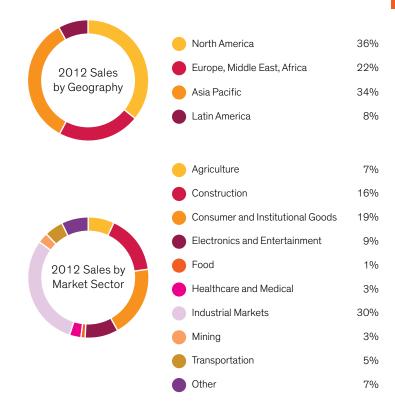
- · World's largest and broadest oxygenated solvents offering, with more than 70 products in roughly 20 product families
- · Solid business relationships with customers built on reliability, flexibility in meeting customer needs, and experience and commitment to the industry
- · Unmatched global reach within the industry
- Innovative solutions comprising the latest advantages in product and technology platforms
- · World-leading process technology licensed to the market

Growth Strategy

The Oxygenated Solvents business continues to develop growth strategies around new markets and customer demand, while maintaining a firm position as the leading solvent solutions provider with the world's largest and broadest portfolio of solvent materials.

Key Raw Materials

Propylene, propylene oxide, ethylene, ethylene oxide, natural gas, acetic acid, methanol, ethanol, phenol



Recent Strategic Achievements

- Improved feedstock flexibility for acetone derivatives
- Developed innovative customer solutions to meet regulation requirements, such as low-VOC solvents
- Strengthened market competitiveness via shutdown of two non-strategic oxygenated solvents plants





Propylene Oxide/Propylene Glycol

Dow's **Propylene Oxide/Propylene Glycol** (PO/PG) business is the world's largest producer of propylene oxide and propylene glycol.

Propylene Oxide (PO) provides competitive advantage to Dow as a versatile intermediate to higher-margin derivative businesses, including Polyurethanes; Oxygenated Solvents; and Polyglycols, Surfactants and Fluids. Dow's PO business has a strong presence in all major geographies, powered by an expansive network of world-scale integrated assets.

Propylene Glycol (PG) is a leading global supplier with extensive reach, strong raw material back-integration, and a broad customer base spanning a wide variety of applications, including food, flavorings, pharmaceuticals, cosmetics, animal feed, unsaturated polyester resins, coolants and aircraft de-icing fluid.

Elements of Market Success

- Strong integration advantage
- Expansive, global network of world-scale integrated assets, providing global supply capabilities to fuel growth of Dow's downstream higher-margin segments, as well as supply a broad customer base
- Dedicated to supplying customers with consistent quality, purity and supply of products and solutions

Recent Strategic Achievements

- Successfully completed the optimization of a propylene glycol production facility in Stade, Germany. Announced plans to build new production facilities for propylene oxide and propylene glycol as part of Sadara Chemical Company, an integrated joint venture complex in Saudi Arabia.
- Constructed and started up a new hydrogen peroxide to propylene oxide (HPPO) facility near Map Ta Phut, Thailand. The world-scale facility is a consolidated joint venture with Siam Cement, and uses innovative HPPO technology jointly developed by Dow.
- Started up new propylene glycol capacity located near Map Ta Phut, Thailand. The new facility utilizes PO from the HPPO facility and will serve fast-growing demand in Asia Pacific.





Leading Industry Positions

- World's largest global producer of propylene oxide
- World's largest global producer of propylene glycol

Key R&D Achievements

- DOW PuraGuard™ Propylene Glycol (PG) USP/EP is the only PG USP/EP to receive third-party IPEC GMP certification from International Pharmaceutical Excipients Auditing, Inc.; it provides among the highest purity PG UPS/EP on the market today.
- Dow co-developed (with BASF) and implemented an HPPO technology process with a reduced environmental and capital footprint compared to conventional propylene oxide process technologies.

Key Products and Services

- DOW PuraGuard™ PG USP/EP
- Propylene Glycol USP/EP
- Dipropylene Glycol Lo+ (DPG Lo+)
- Dipropylene Glycol (DPG)
- Propylene Glycol Industrial Grade (PGI)
- Tripropylene Glycol (TPG)
- Tripropylene Glycol Acrylates Grade (TPG Ac)
- Propylene Glycol Technical Grade (PGT)
- HPPO Technology (co-developed with BASF)

Polyurethanes

Dow's **Polyurethanes** business is the world's largest producer of polyether polyols and a leading producer of quality aromatic isocyanates. The Polyurethanes business also has strong raw material integration with Dow's position as the world's leading producer of propylene oxide.

For more than 60 years, Dow has been a global leader in the development and formulation of differentiated polyols and formulated systems, which create a broad range of rigid, semi-rigid and flexible foams, adhesives, sealants, coatings, elastomers, binders and compact components used in a variety of consumer products and industrial applications.

Elements of Market Success

- Strong materials science application technology and local, best-in-class service capabilities
- Reliable, quality supply of downstream, tailor-made solutions and technical expertise
- World-class research and development facilities with innovation leadership in technologies that improve energy efficiency, infrastructure rehabilitation and maintenance
- Expansive, global network of world-scale integrated assets with low-cost-to-serve, competitive positions
- Broad supply capabilities to fuel growth of Dow's downstream businesses
- Investments in optimizing existing production processes and in developing new, highly efficient processes to improve cost-competitive position

Leading Industry Positions

- World's largest global producer of polyether polyols
- A leading producer of aromatic isocyanates

Key R&D Achievements

- Solutions for comfortable living:
 - Specialty high-resilience foam solutions make furniture more supportive, comfortable and durable – and allow cushions to bounce back from repeated use year after year.
 - Specialty viscoelastic foam solutions provide improved comfort and breathability in "all foam" mattresses.
- Solutions for energy efficiency:
 - PASCAL™ Polyurethane Insulation Technology for retrofit applications enables existing household refrigerator and freezer production line equipment to achieve the same energy efficiency and productivity performance as traditional PASCAL™ Technology, without having to build a new foaming production line.
 - High-performing, strong, versatile polyurethane offerings provide insulation efficiency in the building and construction industry.



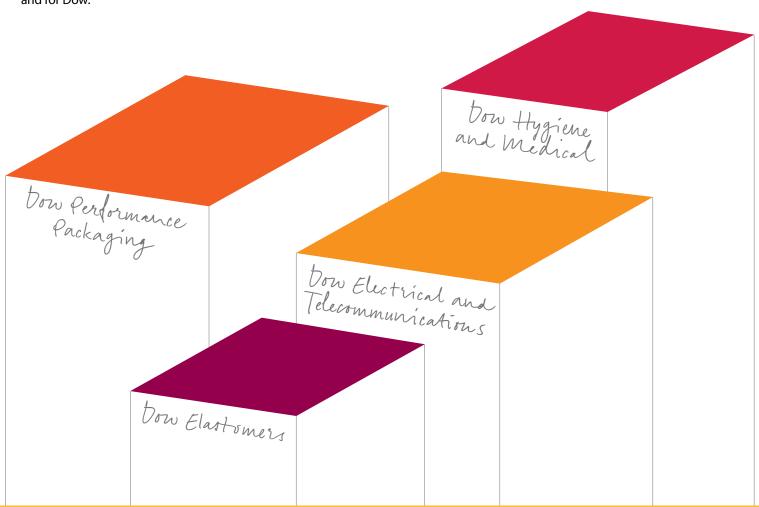
- Solutions for industrial applications:
 - VORASIL™ Silane Modified Polymers enable adhesive and sealant manufacturers to change backbones to achieve different targeted formulation performance results – and achieve silicone-like performance without the high-end silicone cost.
 - VORANOL™ 223-060LM Polyol is intended for use in highperformance coating, adhesive, sealant and elastomer applications where more expensive polytetramethylene ether glycol (PTMEG) is used today.

Strategic Actions

- Completed the shutdown of the toluene diisocyanate (TDI) plant at Camacari, with the shutdown of a Modified Methyl Diphenyl Diisocyanate (MDI) Distillation manufacturing facility in Yeosu, Korea, targeted for the end of 2013
- Launched two new products for coating, adhesive, sealant and elastomer applications in North America during 2012 VORASIL™ Silane Modified Polymers and VORANOL™ 223-060LM Polyol

Performance Plastics

Performance Plastics leverages the power of Dow's feedstock advantage, driving growth in high-margin, strategic sectors where Dow's market leadership is clear. Through world-class technology and a rich innovation pipeline, the market-driven businesses within this portfolio are creating competitive advantage for our customers and for Dow.



Selected Historical Segment Information for Performance Plastics

	-														
\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$3,905	\$3,936	\$3,540	\$3,879	\$15,260	\$4,043	\$4,441	\$4,114	\$3,659	\$16,257	\$3,591	\$3,711	\$3,500	\$3,677	\$14,479
EBITDA ¹	\$ 852	\$ 871	\$ 900	\$ 942	\$ 3,565	\$ 981	\$ 958	\$ 834	\$ 667	\$ 3,440	\$ 718	\$ 760	\$ 737	\$ 803	\$ 3,018
Certain Items ² Increasing (Decreasing) EBITDA	_	\$ 10	\$ 2	\$ (5)	\$ 7	_	_	\$ 86	_	\$ 86	_	_	_	\$ (26)	\$ (26)
EBITDA Excluding Certain Items	\$ 852	\$ 861	\$ 898	\$ 947	\$ 3,558	\$ 981	\$ 958	\$ 748	\$ 667	\$ 3,354	\$ 718	\$ 760	\$ 737	\$ 829	\$ 3,044
Depreciation and Amortization	_	_	_	_	\$ 760	_	_	_	_	\$ 754	_	_	_	_	\$ 673
Equity in Earnings of Nonconsolidated Affiliates	\$ 65	\$ 59	\$ 58	\$ 72	\$ 254	\$ 62	\$ 59	\$ 150	\$ 32	\$ 303	\$ 34	\$ 39	\$ 28	\$ 33	\$ 134
Capital Expenditures	_	_	_	_	\$ 202	_	_	_	_	\$ 251	_	_	_	_	\$ 264

Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders"

² A description of Certain Items affecting results is provided in the Appendix.



- Agriculture	2%
Construction	4%
Consumer and Institutional Goods	39%
Food	23%
Healthcare and Medical	6%
Industrial Markets	2%
Transportation	6%

2012 Sales by Global Business

Dow Performance Packaging	74%
Dow Elastomers	10%
Dow Electrical and Telecommunication	s 9%
Dow Hygiene and Medical	5%
Other	2%



35%
27%
20%
18%

Elements of Market Success

Utilities

Other

- Leading global polyethylene producer
- · World's largest packaging materials supplier
- Largest global producer of polyolefin elastomers

9%

9%

- Cost-advantaged position as largest metallocene **EPDM** producer
- Broad global footprint: 48 plants; 28 sites; 16 countries
- · Leading global provider to the electrical and telecommunications industry
- · Proven innovator in hygiene and medical end-markets

Elements of Profitability

- · World-class technology and strong heritage of profitable innovation
- Strong feedstock integration
- U.S. shale gas dynamics providing cost advantage
- Focus on high-growth, high-margin sectors growing faster than GDP, with many solutions commanding a margin premium via technology differentation
- Complementary market reach, asset capabilities and technology platforms, providing immediate growth synergies
- JVs play an integral role to improve earnings growth

Performance Plastics					
Normalized Revenue Growth Target	1.4X GDP				
EBITDA Margin Target ¹	20-25%				
2012 Adjusted EBITDA Margins ²	21%				
ROTC ³ Value Driver	Grow				

Global Assets	 One of the world's largest PE producers Total capacity: 8 MMT 48 plants, 28 sites, 16 countries, 12 joint ventures 4,000+ employees \$14B revenue (2012)
High-Performance Sectors	 Performance Packaging Elastomers Electrical and Telecommunications Hygiene and Medical Industrial and Consumer Specialties
World-Class Technologies	INSITE™ Metallocene Technology Formulation science and systems Proprietary solution process Acrylic and urethane adhesives/sealants Global packaging application development centers The UNIPOL™ Polypropylene Process for manufacturing polypropylene (PP) resins, for example, brings the power of Dow's market-leading gas-phase process technology with its high-quality SHAC™ and CONSISTA™ Catalyst and Donor systems to resin producers worldwide
Envelope Integration	Global feedstock advantageIntegrated envelopeShared investment strategy
Industry Benchmark Organization	Lean and efficientTechnical expertiseMarket-focusedEnhanced value chain collaboration

- ¹ EBITDA margin is defined as EBITDA as a percentage of reported sales
- ² Adjusted EBITDA margin is defined as EBITDA excluding the impact of Certain Items as a percentage
- ³ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets

Path to Grow High-Return Businesses

Feedstock Advantage

Global cost-competitive manufacturing position

Market Access and Differentation

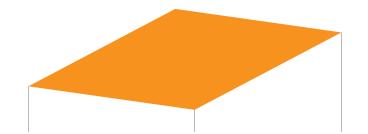
Global franchise focused on faster-growing, technologyoriented applications

Cycle Dynamics

Demand on pace to outstrip supply by 2014



Dow Elastomers

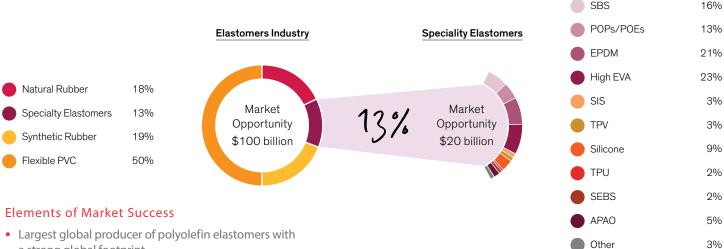


16%

Dow Elastomers offers a unique portfolio of elastomeric polymers for customers worldwide. Our worldclass product and technology portfolio, together with deep industry expertise and broad geographic reach, has enabled Dow Elastomers to become a leader in polyolefin elastomers (POEs) and ethylene propylene diene monomer elastomers (EPDMs). The business continues to drive value and profitability through the development of new-to-the-world polymers. New polymer design combined with material and formulation science is the foundation that has enabled the business to diversify into new market spaces with differentiated offerings.

Growth through expanded market participation continues to drive margin expansion and higher returns on capital. In 2012, Dow Elastomers delivered its third consecutive year of record profitability.

Dow Elastomers participates in the specialty elastomers sub-segment, which comprises 13 percent of the traditional elastomers industry, or 12 billion pounds of product (equivalent to \$20 billion of addressable market opportunity). Our targeted market participation includes POE and EPDM, in addition to material substitution opportunities against ethylene vinyl acetates (EVA), styrenic block copolymers (SBC), thermoplastic polyurethane (TPU) and polyvinyl chloride (PVC).



- a strong global footprint
- Cost-advantaged position as the largest metallocene **EPDM** producer
- Ongoing investment in innovation with world-class technology portfolio
- Proven track record for delivering unique solutions that meet emerging market trends and customer needs

Key R&D Innovations

- With excellent performance and unmatched processing advantages, NORDEL™ IP hydrocarbon rubber is the EPDM of choice. This product's consistent structure lends itself to easy processing and lot-to-lot consistency, providing producers greater control with precision that yields fewer blemishes, defects and rejects.
- ENGAGE™ XLT polyolefin elastomers are the result of Dow's ongoing commitment to creating products and solutions to help meet the evolving needs of the automotive industry. This product is easily blended with polypropylene to produce thermoplastic polyolefin (TPO) compounds for automotive interior and exterior applications.

These target subsegments and applications served by the Elastomers business continue to grow at a pace greater than global GDP.

- INFUSE™ olefin block copolymers offers commercialized grades that exhibit unique properties, such as outstanding balance of flexibility and high temperature resistance, excellent elastic- and compression-set properties at room and elevated temperatures, fast set-up in processing and improved abrasion resistance.
- The next generation of AFFINITY™ GA improves heat resistance and heat stress in low-application-temperature packaging hot-melt adhesives, improves adhesion on hard-to-bond surfaces and enables formulation flexibility.

Recent Strategic Achievements

- Announced plans to build a new world-scale production plant for NORDEL™ IP Hydrocarbon Rubber. The new facility will position Dow to meet increasing global demand for EPDM through the next-generation technology that produces a broader offering at a cost-advantaged position.
- Launched two new polymers into the family of AFFINITY™ GA Polyolefin Elastomers. These two new grades, AFFINITY™ GA 1000R (offering excellent bond strength for hard-tobond substrates) and AFFINITY™ GA 1875 (offering a lower viscosity choice for enhanced formulation flexibility), continue Dow's industry leadership in developing solutions that address its customers' evolving needs for the hot-melt adhesives industry.
- Successfully diversified into new markets with unique polymer solutions. For example, award-winning INFUSE™ Olefin Block Copolymers have enabled our customers to deliver on consumer preference for softtouch applications in toys and infant-feeding products.

Dow's dedicated global capacity of polyolefin elastomers is nearly 2 billion pounds with 7 global solution trains.



Industry Participation

			Consumer Durable	es		
Transportation	Adhesives	Infrastructure	Housewares	Toys and Infant Products	Footwear	Sports and Recreation
8					O CO	
 Best-in-class stiffness and toughness Reduces weight Keeps water out 	Outstanding adhesion Low-application temperature Excellent color stability	Heat weldable Flexible Recyclable Longer life Ease of installation Filler friendly	Adhesion system compatibility Stain resistance Excellent haptics Colorability	Injection molding Environmentally conscious Flexible Excellent haptics	Excellent processability and line speed Durability Sustainability	Foamable Softness Shape retention System cost reduction
				*		













Dow Electrical and Telecommunications

Dow Electrical and Telecommunications is a leading provider of technology-driven solutions for global electrical and telecommunications infrastructure applications. With more than 60 years of experience, Dow Electrical and Telecommunications helps keep the lights on and people connected.

With a global manufacturing asset base, combined with technical service, R&D and commercial hubs in all geographic areas, Dow Electrical and Telecommunications is well poised to service mature economies, as well as emerging geographies where infrastructure development is taking place.

Elements of Market Success

- Proprietary technology and process knowledge
- Branded offering is a key differentiator in the industry the result of product quality, performance history, exceptional technical service, product development, breadth of offering, and a global production and R&D footprint
- Positions in emerging geographies for long-term, endmarket growth

Key R&D Innovations

- DOW ENDURANCE™ TR-XLPE for long-life MV power cables offers improved performance and increased reliability with lower total system cost.
- New Dow polyolefin resins with best-in-class electrical performance enable telecommunications operators to reduce cell tower sites or improve data throughput for the effective transmission of video, voice or data via wireless communication.
- SI-LINK™ DFDB-5000 Series ROHS-compliant flame-retardant products impart excellent flame-retardant properties to low voltage building wire and cables.

Market Segments	Applications	Products
Electric Power Utilities	Electricity transmission and distribution	Materials for medium voltage (MV), high voltage (HV) and extra-high voltage (EHV) underground and submarine cables, including high voltage direct current (HVDC)
Building and Construction	Electrical, voice, data and video	Materialsforbuildingwire, and voice, data and video wire and cable
Telecommunications	Voice, data and video	Materials for voice, data and video wire and cable, including radio frequency cable



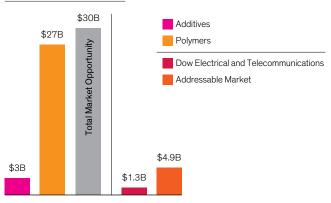
Recent Growth Investments

As part of its commitment to develop breakthrough solutions for global energy needs, Dow Electrical and Telecommunications has strategically invested in assets that serve customers, including modernization of its manufacturing facilities in Seadrift, Texas, and Schkopau, Germany. These modernizations complement ongoing improvements that already have advanced the quality and consistency of materials produced by the business, helping to ensure production of reliable, long-life cables that stand up to demanding performance requirements worldwide.

Market Growth Opportunities

Infrastructure development and energy are driving significant growth and need for advanced polyolefin solutions for electrical and telecommunications applications:

Market Opportunity



Growth in the coming years will come from widespread electrical grid rehab in mature markets; new electrical grids in emerging economies; and new, faster wireless technologies that will spur demand in telecommunications globally.

Dow Hygiene and Medical

Dow Hygiene and Medical is a recognized global leader with a broad portfolio of polyolefin and polyethylene based resins, fibers, elastomers and adhesives products that support diverse applications in the hygiene and medical markets. The business is powered by a high-performing product mix of innovative, soft-woven material for use in diapers, wipes and other personal hygiene products, as well as durable applications for medical end-use products such as disposable drug applications, hospital drapes and gowns, and barrier films for ostomy bags. It also leverages its world-class expertise in fiber-spinning resins for use in adjacent end-markets such as artificial turf yarn for athletic fields, filtration and industrial nonwovens.

Elements of Market Success

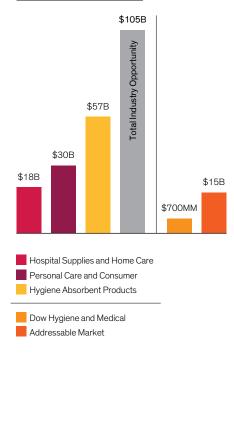
- Recognized leader and innovator with key participants across the value chain
- Positioned for significant growth by leveraging capabilities in plastics, elastomers, fibers, acrylic resins and binders, films, polyolefin dispersions and technology
- Unparalleled technology and R&D providing a powerful platform for continued growth in emerging geographies and the medical space
- Global market focus and broad product offering, with deep understanding of the industry and technology drivers to address global and regional needs



- Value-chain-centric focus to develop customized solutions and deliver technical service
- Proven commitment to sustainability and a collaborative approach to solving problems

Applications	Product	Key Properties
Infant diapers, feminine hygiene,	ASPUN™ Fiber Grade Resins	Processability and bonding in lamination process; softness and extensibility in elastic laminates
adultincontinence, personal wipes	AFFINITY™ Polyolefin Plastomers	Elasticity for improved fit
p	INFUSE™ Olefin Block Copolymers	Softness, extensibility and elasticity
	VERSIFY™ Plastomers and Elastomers	Elasticity and softness for comfort fit and functionality
	ENGAGE™ Polyolefin Elastomers	Proven adhesive properties in core stabilization and diaper construction
	DOWLEX™ Linear Low Density Polyethylene Resins	Barrier protection and puncture resistance along with breathability to promote skin health
	DOW™ LDPE Resins	Improved product performance and ease of processing
	ATTANE™ Ultra Low Density Polyethylene Resins	Barrier protection and puncture resistance
	DOW HEALTH+™ Polymers	Combines clarity and stiffness of low density polyethylene (LDPE) with the toughness and rigidity of high density polyethylene (HDPE)
Medical equipment and devices	DOW HEALTH+™ Polymers	Family of LDPE and HDPE resins offering long-sought assurances: commitment, regulatory compliance, a flexible supply chain and support
Medical and pharmaceutical packaging	SARANEX™ Barrier Films	Barrier protection from gases, water vapor and aromas, and also laminating versatility
Textiles, nonwovens	HYPOD™, RHOPLEX™, ROVACE™, PRIMAL™ Acrylic Binders	Improved mechanical strength and durability

Industry Opportunity



Dow Performance Packaging

Dow Performance Packaging serves the global plastic packaging industry as the "go-to" solutions provider and one of the largest materials suppliers for the fast-growing packaging segment – a sector with approximately \$700 billion in realizable market opportunity worldwide. Combining core strengths of research and development, geographic reach, broad product lines and leading technical expertise, Dow Performance Packaging is uniquely qualified to deliver innovative, holistic solutions for better packaging.

Dow Performance Packaging is increasing its downstream focus on value chain engagement to ensure it is the "first choice" collaborator on packaging solutions that will drive higher margins in higher-value applications. Alignment with the fast-growing flexible food packaging industry offers the biggest opportunity to generate intellectual-property-based sales and improve profitability.

The business benefits from a cost-advantaged position, particularly in North America where an abundant supply of shale gas is propelling an industry-leading feedstock advantage. Additionally, large-scale investment projects in the Middle East and the U.S. Gulf Coast will open up high-volume supply channels of diversified polyethylene growth with a high-performance product mix starting in 2015.

Elements of Market Success

- Leading materials supplier to the plastics packaging industry – nearly 100 countries
- Increased value chain collaboration that accelerates innovation
- World-class capabilities and technology integration
- Rapid commercialization of high-performance products that address key consumer preferences
- Strong performance from joint ventures
- Establishment of "first in" positioning of plastic packaging in emerging geographies





Impact on Food Supply and Global Sustainability (Food Consumed Versus Food Loss')

Grain 38% Loss Consumed 62% Products 50% Loss Consumed 50% Seafood Fruits and 52% Loss Consumed 48% Vegetables 22% Loss Consumed 78% 20% Loss Milk Consumed 80% 100

Market Growth Strategies

Demand is increasing for innovative and sustainable packaging that enhances food preservation and food safety, delivers lower costs, improves consumer convenience and appeal, and reduces environmental impacts. This demand is driven primarily by the following trends:

Population Growth

The global population exceeds 7 billion and is expected to grow 30 percent by 2050¹, while the world's arable land devoted to food production remains limited and will grow by only 5 percent by 2050.²

The Need to Reduce Food Waste

Currently, one-third or 1.3 billion tons of food produced today is wasted before it reaches the kitchen table.³ High-performance plastic packaging that can extend food shelf life and minimize spoilage offers significant market opportunities to mitigate this trend.

Improving Socioeconomic Status

In emerging geographies, the rise of a new middle class with more disposable income is creating demand for more packaged consumer goods.

Consumer Convenience/Lifestyle

Consumer preferences for packaging conveniences such as easy-open and recloseability, single serve for portability and enhanced functionality will drive packaging design and the need for innovative solutions.

Brand Owner/Retailer Differentiation

Over the last decade, the retail landscape has consolidated, leading to a greater emphasis on private label product lines that compete with brand owners on price and quality. Distinctive packaging that provides differentiation on the store shelf is in high demand by brand owners to ensure consumer loyalty and product sales.

Sustainability/Cost-Effectiveness

The New Ethical Consumer is motivated by life-cycle thinking and prefers to purchase products that have environmental and social benefits. Thirty percent of the U.S. population falls into this category. Plastic packaging is a cost-effective choice that is more energy-efficient to produce, has lower greenhouse gas emissions, is lighter to transport and can be recycled to energy.

Key R&D Innovations

- ELITE™ Advanced Technology (AT) Polyethylene (PE) Resins, which enable enhanced sealing, physical properties and processability
- SEALUTION™ Peel Polymers that deliver consistent peel strength over time, enabling seal strength for package fillers (such as food companies) while making packages easier to open for consumers
- MOR-FREE™ Solventless Adhesives, a fast-cure adhesive system that helps speed up packaging lines, delivering new levels of productivity and efficiency
- ADCOTE[™] Adhesives and Coatings, solvent-based adhesives that help improve the performance of packages that deliver a 180-day shelf life (unopened)
- ENLIGHT™ Polyolefin Back Encapsulant Composite Films, a new "2 in 1" technology that serves as both a backsheet and back encapsulant layer for photovoltaic panels
- AGILITY™ Processing Accelerators, a family of LDPE resins specifically designed to help improve processing of LLDPErich blends and increase output on blown and cast film lines

Key Products

Polyethylene resins (linear low density, low density, high density), barrier resins, tie layers, laminating adhesives, high-performance sealants, specialty films



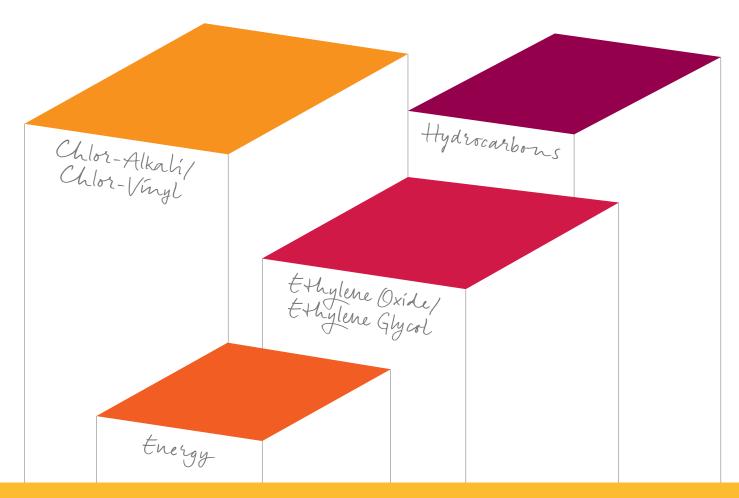
¹ Source: Lester R. Brown, "The Great Food Crisis of 2011," Foreign Policy magazine, January 10, 2011

² Source: "How to Feed the World in 2050." United Nations Food and Agriculture Organization. October 2009

³ Source: "Global Food Loss and Food Waste," United Nations Food and Agriculture Organization, May 2011

Feedstocks and Energy

Feedstocks and Energy purchases and converts crude oil- and natural gas-based raw materials into building blocks and intermediate products used by nearly all of Dow's downstream businesses. The segment's unparalleled scale and global reach provide it with the agility to respond to sudden changes in market conditions. This flexibility is key to Dow's success, enabling the Company's cost-competitive position and providing up to \$250 million in additional EBITDA per year.



Selected Historical Segment Information for Feedstocks and Energy

						<u> </u>									
\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales	\$1,892	\$1,883	\$2,176	\$2,506	\$8,457	\$2,588	\$2,963	\$2,905	\$2,846	\$11,302	\$2,935	\$2,657	\$2,521	\$2,582	\$10,695
EBITDA ¹	\$ 95	\$ 70	\$ 154	\$ 152	\$ 471	\$ 248	\$ 254	\$ 263	\$ 175	\$ 940	\$ 198	\$ 134	\$ 200	\$ 186	\$ 718
Certain Items ² Decreasing EBITDA	_	_	_	_	_	_	-	_	_	_	_	_	_	\$ (7)	\$ (7)
EBITDA Excluding Certain Items	\$ 95	\$ 70	\$ 154	\$ 152	\$ 471	\$ 248	\$ 254	\$ 263	\$ 175	\$ 940	\$ 198	\$ 134	\$ 200	\$ 193	\$ 725
Depreciation and Amortization	_	_	_	_	\$ 216	_	_	_	_	\$ 212	_	_	_	_	\$ 141
Equity in Earnings of Nonconsolidated Affiliates	\$ 121	\$ 75	\$ 98	\$ 113	\$ 407	\$ 155	\$ 138	\$ 153	\$ 115	\$ 561	\$ 125	\$ 52	\$ 123	\$ 152	\$ 452
Capital Expenditures	_	_	_	_	\$ 602	_	_	_	_	\$ 886	_	_	_	_	\$ 1,163

¹ Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Stockholders" is provided in the Appendix.

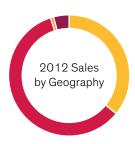
² A description of Certain Items affecting results is provided in the Appendix.













Latin America



Feedstocks and Energy	
Normalized Revenue Growth Target	1X GDP
EBITDA Margin Target ¹	8-12%
2012 Adjusted EBITDA Margins ²	7%
ROTC ³ Value Driver	Leverage

72%

Elements of Market Success

- · World's largest and most experienced producer of ethylene, chlorine and caustic soda, and a leading global producer of purified ethylene oxide
- Leading consumer and producer of propylene
- One of the world's largest industrial energy producers
- Highly integrated operations
 - Low-cost power, steam and feedstock supply
 - Industry-leading feedstock flexibility
 - Byproduct recovery and reuse
- Strong complement of strategic joint venture partnerships for growth
- History of operational excellence and reliability in a landscape where cost and scale drive competitiveness
- · Leading global merchant seller of core chemicals, including caustic soda, ethylene dichloride and vinyl chloride monomer

Elements of Profitability

4%

- Investments to increase ethylene and propylene supply and ethane-cracking capability on U.S. Gulf Coast
- Right-sized chemicals manufacturing footprint to support internal downstream performance businesses' demand
 - Majority of chlorine and ethylene oxide is used within Dow, primarily by the performance businesses
 - Vinyl chloride monomer plant shutdowns reduce exposure to cyclical polyvinyl chloride market fundamentals and increase byproduct recovery and reuse
- Strategic joint venture partnerships reduce capital intensity and provide access to advantaged feedstocks and enhance market channel access
- Energy conservation and economically viable clean-energy technologies drive continuous cost savings and carbon emission reductions
- Value-added renewable energy and feedstock solutions

Driving Downstream Growth

The majority of Dow's advantaged internal feedstock supply is used to enable our higher-margin, performance businesses:

88% of ethylene 97% of chlorine 90% of ethylene oxide

Path to Leverage Integration Advantage

Joint Ventures

Expand capacity without increasing exposure to non-core markets

Cycle Dynamics

Global operating rates for ethylene approaching cyclical peak by 2014

Growth Investments

Replace purchased feedstocks with costadvantaged production



¹ EBITDA margin is defined as EBITDA as a percentage of reported sales

² Adjusted EBITDA margin is defined as EBITDA excluding the impact of Certain Items as a percentage

³ Return on Tangible Capital = Profit / (Capital, excluding Certain Items, goodwill, intangible assets

Chlor-Alkali/Chlor-Vinyl

The **Chlor-Alkali/Chlor-Vinyl** business provides powerful competitive advantage to Dow through low-cost chlorine and caustic soda supply and integration. The business focuses on the production of cost-advantaged chlorine feedstock for Dow's performance businesses, including Polyurethanes, Propylene Oxide/Propylene Glycol (PO/PG), Epoxy, Chlorinated Organics and Agricultural Sciences. Chlorine enables the production of key raw materials used in the manufacture of automobiles, furniture, bedding, personal protection equipment, pharmaceuticals, textiles and electronics.

Through Chlor-Vinyl, the business manages the marketing and distribution of caustic soda, a highly valuable co-product of the Chlor-Alkali manufacturing process. Caustic soda is used in the manufacture of alumina, pulp and paper, textiles, pharmaceuticals, agricultural chemicals, bleaches and detergents. The business also manages the production, supply and marketing of ethylene dichloride (EDC) and vinyl chloride monomer (VCM), which are essential to the production of polyvinyl chloride (PVC), a key polymer used in municipal and residential water piping systems, building and construction materials, and life-saving medical devices. EDC and VCM production consumes anhydrous hydrogen chloride, a byproduct of several downstream businesses, thereby reducing Dow's raw material costs and enabling a more sustainable approach to EDC/VCM manufacturing.

More than of our chlorine is used to enable Dow's higher-margin performance businesses

Elements of Market Success

- World's largest global producer of chlorine and caustic soda
- Highly integrated and efficient operations that recycle and reuse byproducts from downstream chemical processes
- Low-cost manufacturing base, featuring tremendous economies of scale
- Leading merchant market participation in caustic soda, EDC and VCM, enabling reliable supply of chlorine to derivatives
- VCM asset footprint restructuring reduces cyclicality and exposure to PVC market volatility
- Strategic partnerships reduce capital intensity and increase feedstock integration strength

Recent Strategic Achievements

- Dow-Mitsui Chlor-Alkali LLC
 - Building a new chlor-alkali facility at Dow's Freeport,
 Texas site, with start-up to begin in 2013. The world-scale facility is a 50:50 joint venture with Mitsui & Co., Ltd. that will supply critical building blocks to Dow's downstream businesses, as well as chlorine converted to EDC for Mitsui Co. at lower cost and with less capital.



Key Raw Materials

- Chlorine and caustic soda: Power and salt (as brine)
- EDC/VCM: Chlorine or hydrochloric acid, ethylene

Energy

The **Energy** business produces or procures the energy used by all of Dow. Because of its unparalleled scale, purchasing power and global reach, the Energy business offers Dow tremendous knowledge of world energy markets and the agility to respond to sudden changes in conditions. Flexibility and expertise in the energy arena are critical to Dow's success and vital to market competitiveness. Combined heat and power facilities yield best-in-class cost efficiency and high reliability for Dow's many business units.

As a large-scale consumer, producer and purchaser of energy, Dow has a unique perspective and immense expertise in energy. This expertise is a powerful component of Dow's leadership in conserving energy and reducing carbon emissions, while also implementing clean energy solutions within the Company's own operations and offerings to customers.

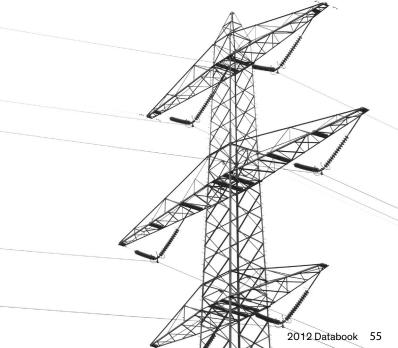
Leading Industry Position

- One of the world's largest industrial power producers:
 - Generates approximately 6.5 gigawatts of power
 - Provides advantaged power, steam and utilities to more than 120 operating locations
 - Completes more than \$2 billion in energy purchases annually
 - Sells more than \$500 million in advantaged energy annually

Recent Strategic Achievements

- Secured more than \$5 billion in advantaged power and steam for Dow's North American business portfolio, resulting in nearly \$700 million in value creation versus market-based alternatives.
- Since 1990, Dow's energy conservation efforts have saved 5,400 trillion Btu of energy, contributing to a cumulative savings of \$25 billion, or roughly the equivalent of the annual energy consumption of 48 million homes.
 - As a result, Dow's energy intensity as measured by Btu per pound of product has improved by more than 40 percent.
 - Investments in energy efficiency not only saved energy and money, but also helped to prevent more than 270 million metric tons of carbon dioxide emissions.
 - Most of Dow's energy production capacity is in the form of co-generation, which results in 20-40 percent less fuel usage to produce the power and steam needed to run Dow's operations.

- Dow's leadership in energy efficiency is well recognized:
 - U.S. Environmental Protection Agency's Green Power Purchasing Program
 - U.S. Department of Energy's Superior Energy Performance Awards
 - American Chemistry Council's Responsible Care® Awards
- In addition, Dow is working to incorporate economically viable, clean-technology energy alternatives into its operations. Below are just a few examples:
 - Terneuzen, The Netherlands Municipal household wastewater is purified and used as steam in its manufacturing processes
 - Midland, Michigan, headquarters Uses electricity from recaptured landfill gas, reducing greenhouse gas emissions by more than 12,000 tons annually
 - Aratu, Brazil Uses eucalyptus biomass as a source for steam to serve its site, which is already powered through hydroelectricity. As a result, the site's carbon emissions are reduced by 180,000 metric tons annually. The site is more than 75 percent sourced for power and steam from clean energy



Ethylene Oxide/Ethylene Glycol

The **Ethylene Oxide/Ethylene Glycol** (EO/EG) business provides competitive advantage to Dow through reliable, low-cost ethylene oxide feedstock supply for downstream derivatives. Approximately 90 percent of the ethylene oxide produced by Dow is consumed by other Dow businesses or joint ventures to produce materials for textiles, food packaging, automotive components, brake fluids, furnishings, paints, aircraft and runway deicers, coatings for safety glass, cosmetics and personal care products. Approximately 70 percent of Dow's ethylene oxide is utilized within Dow's Performance Materials, Electronic and Functional Materials, and Coatings and Infrastructure Solutions operating segments.

Joint ventures play an integral role in the EO/EG business structure by providing a distinct competitive advantage through low-cost raw material integration and extensive geographic reach. These include Dow's ownership stakes in the leading ethylene glycol producer and market franchise – MEGlobal – as well as the EQUATE Petrochemical Company K.S.C. and the Kuwait Olefins Company KSC (TKDC) manufacturing joint ventures.

Elements of Market Success

Significant scale and reach:

- The world's largest global producer of purified EO
- Advantaged and reliable EO feedstock supply to performance businesses through conversion of EO/EG manufacturing facilities to EO-only
- · Competitive EO/EG technology and catalyst supply
- Monoethylene glycol (MEG) industry participation through joint ventures
 - Powerful MEG market presence through MEGlobal
 - Cost-advantaged MEG production from MEGlobal and EQUATE

Leading Industry Positions

- World's largest global producer of purified EO
- Competitive EO/EG technology and catalyst supply

Key Products

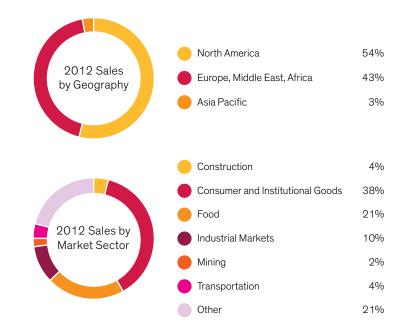
Purified EO, MEG, triethylene glycol (TEG), tetraethylene glycol (TTEG)

Key Raw Materials

Ethylene and oxygen

Key Locations

Seadrift, Texas; Plaquemine, Louisiana; Hahnville, Louisiana; Terneuzen, The Netherlands; Fort Saskatchewan, Alberta, Canada; Prentiss, Alberta, Canada; Shuaiba, Kuwait





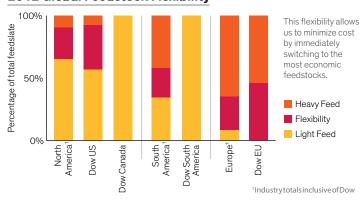
Hydrocarbons

Dow **Hydrocarbons** group is comprised of the following businesses: Feedstocks; Mining, Storage and Pipeline; Commodity Risk Management; Olefins; Aromatics; and Alternative Feedstocks and Technologies. These businesses are the leading producer of ethylene and a leading producer and consumer of propylene with unparalleled scale, reach and feedstock flexibility. Hydrocarbons' unparalleled scale and global reach, along with Dow's unique feedstock flexibility, provide the business with the agility to respond to sudden changes in market conditions. This flexibility - together with Dow's highly integrated operations - form the basis of the Company's industry-leading feedstock advantage and serve as key components to Dow's success.

Elements of Market Success

- Superior product integration ranging from feedstocks and monomers to a myriad of products used by derivatives businesses
- Advantaged global feedstock positions
- Unique feedstock flexibility Capable of using different feedstocks in response to price conditions to achieve lower costs via cracker feedslate optimization
- Global infrastructure and integration offer a comprehensive network of mining, storage, pipeline and global production capabilities, allowing for quick adaptation to market realities
- Commodity risk management Exposure is managed directly through physical and financial hedging
- Operational excellence focused to maximize value through increased asset capability, improved raw material yields and enhanced reliability

2012 Global Feedstock Flexibility

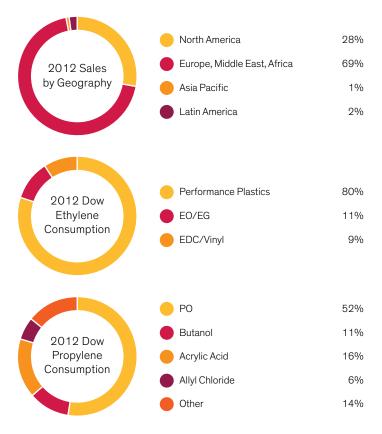


Leading Industry Positions

- World-leading ethylene producer and consumer; key producer of propylene, butadiene and benzene
- Largest private-use infrastructure for feedstock storage and transportation in the United States
- One of the world's largest integrated petrochemicals complexes in Terneuzen, The Netherlands
- Major producer of cumene and octene for internal supply

Key Products

Ethylene, propylene, benzene, butadiene, cumene, octene, aromatics co-products, DOW™ Crude C4



Recent Strategic Achievements

Achieved a series of key milestones within the Company's U.S. Gulf Coast investment plan:

- Restarted an ethylene cracker at the Company's St. Charles Operations manufacturing facility in Hahnville, Louisiana, at the end of 2012
- · Completed front-end engineering and design (FEED) for the Company's previously announced new, world-scale ethylene production plant in the U.S. Gulf Coast – on track for start-up in 2017
- New, world-scale on-purpose propylene production facility at Dow Texas Operations progressing well toward 2015 start-up
- Ethane feedstock flexibility for an ethylene cracker at the Company's Louisiana Operations site in Plaquemine, Louisiana also planned for 2015 – continues to make strong progress

Key Raw Materials

Ethane, propane, butane, naphtha, condensate

Joint Ventures

Joint ventures, or nonconsolidated affiliates, are an integral part of Dow's strategy to expand our geographic presence. In recent years, our joint venture activities have grown significantly. However, equity earnings declined in 2012, driven primarily by Dow Corning and ongoing weakness in the polysilicon value chain.

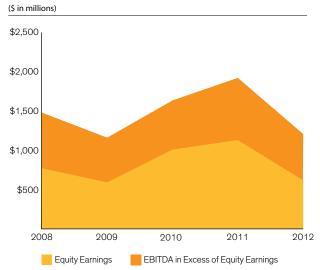
Hidden Value of Joint Ventures

Equity earnings are included in EBITDA reported for Dow's operating segments, as the equity method of accounting is used to account for the results of nonconsolidated affiliates. Therefore, investors who use EBITDA as a measure of performance may not fully recognize the contributions of our joint ventures.

Together, Dow's principal joint ventures account for approximately 90 percent of the Company's total equity earnings and cash distributions.

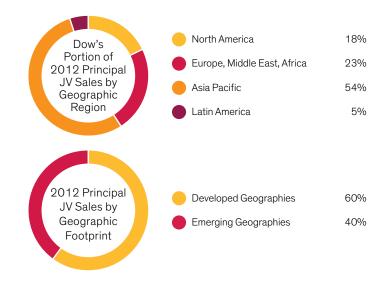
The graph below illustrates how Dow's proportionate share of the EBITDA from its principal joint ventures is significantly greater than their contribution to Dow's equity earnings.

Proportionate EBITDA¹ of Principal Joint Ventures



Optimizing Existing Assets and Expanding Geographic Strength

Dow has strengthened the market position and growth ability of many of its commodity businesses by strategically contributing those assets to newly formed joint ventures. Partnering with local industry players affords Dow access to regions that are either restricted by regulation or constrained by well-established supplier relationships. It also enables Dow to swiftly develop brand and market presence while creating in-country manufacturing capability for the joint venture, which derives value from Dow's technology and operational expertise.



Principal Joint Ventures Financial Data \$ in millions (Unaudited) 2011 2012													
\$ in millions (Unaudited)		20)11			20)12						
		Total		Dow Share		Total		Dow Share					
Principal JVs Income Stateme	nt	Data											
Net Sales	\$	16,396	\$	7,868	\$	17,668	\$	7,881					
Adjusted Net Sales ²	\$	12,451	\$	6,086	\$	13,191	\$	6,041					
EBITDA	\$	4,285	\$	2,017	\$	1,921	\$	993					
Depreciation/Amortization	\$	720	\$ 338		\$ 794		\$	365					
Net Income	\$	2,470	\$	1,142	\$	872	\$	498					
Principal JVs Balance Sheet D	ata	ı											
Cash, Cash Equivalents, Marketable Securities	\$	3,899	\$	1,831	\$	3,877	\$	1,735					
Total Debt	\$	7,676	\$	3,579	\$	9,933	\$	4,120					
Adjusted Total Debt ³	\$	6,550	\$	3,099	\$	8,722	\$	3,590					
Total Equity	\$	6,578	\$	3,056	\$	8,541	\$	3,702					
Principal JVs Cash Flow Data													
Capital Expenditures	\$	1,609	\$	801	\$	4,917	\$	1,884					
Principal JVs Impact on Dow	Fin	ancial Stat	em	nents									
Equity Earnings		_	\$	1,132		_	\$	479					
Equity Earnings Excluding Certain Items		_	\$	1,046		_	\$	641					
Cash Distributions Received		_	\$	949		_	\$	745					
Dow Investment Book Value		_	\$	2,546		_	\$	3,243					

 $^{^{\}scriptscriptstyle 1}$ EBITDA is defined as earnings (i.e., "net income") before interest, income taxes, depreciation and amortization

² Adjusted Net Sales is equal to Net Sales for these joint ventures less sales to Dow and/or to other Dow joint ventures.

Adjusted Total Debt is equal to Total Debt for these joint ventures less debt owed to Dow and/or to other Dow joint ventures.

Developing World-Scale Facilities

Dow has established a number of joint ventures focused on developing highly competitive, world-scale production facilities with access to cost-advantaged feedstocks. Dow's cutting-edge technology, operational know-how, global reach and broad product portfolio, combined with the partners' contributions of cost-advantaged feedstocks, upstream expertise and local/regional market presence, provide a significant competitive advantage.

Principal Joint Ventures

Dow Corning Corporation

Dow Corning is a global leader in silicon-based technology and innovation. Established in 1943 specifically to explore and develop the potential of silicones, Dow Corning now has 45 manufacturing locations, nearly 12,000 employees worldwide and provides performance-enhancing solutions to serve the diverse needs of more than 25,000 customers in more than 100 countries. The company is owned equally by The Dow Chemical Company and Corning, Inc., and offers more than 7,000 products and services via the company's Dow Corning® and XIAMETER® (www.xiameter.com) brands. Recently, unfavorable conditions in the polysilicon segment have created a volatile operating environment for Dow Corning and its Hemlock Semiconductor subsidiary. These challenges have been magnified as the industry awaits the Ministry of Commerce (MOFCOM) ruling in China. Dow expects this volatility to persist over the near-term, and continues to monitor dynamics in this value chain.

EQUATE Petrochemical Company K.S.C.

Established in 1995, EQUATE is an international joint venture between Dow, Petrochemical Industries Company (PIC), Boubyan Petrochemical Company (BPC) and Qurain Petrochemical Industries Company (QPIC). Commencing production in 1997, EQUATE is the single operator of a fully integrated world-scale manufacturing facility producing more than 5 million tons annually of high-quality petrochemical products that are marketed throughout the Middle East, Asia, Africa and Europe.

The Kuwait Olefins Company K.S.C.

Formed in 2004, The Kuwait Olefins Company (TKOC) is an international joint venture among Dow, Petrochemical Industries Company (PIC), Boubyan Petrochemical Company (BPC) and Qurain Petrochemical Industries Company (QPIC). EQUATE is the single operator of Greater EQUATE, which includes The Kuwait Styrene Company (TKSC), Kuwait Paraxylene Production Company (KPPC) and TKOC under one fully integrated operational umbrella at Kuwait's Shuaiba Industrial Area.

Map Ta Phut Olefins Company Limited

Map Ta Phut Olefins Company Limited (MOC) is a joint venture naphtha cracker between SCG Group and Dow located in Map Ta Phut Industrial Estate, Thailand. Managed by SCG Group, MOC started up in 2010 with an original nameplate capacity of 700,000 metric tons of ethylene and 635,000 metric tons of propylene. After completion of debottlenecking, which is expected to occur in the fourth quarter of 2013, ethylene and propylene capacities will increase to 900 KTA and 800 KTA, respectively. Ethylene and propylene produced from MOC are supplied as raw materials for downstream plants of SCG Group and The SCG-Dow Group joint venture in Thailand.

MEGlobal

MEGlobal is a world leader in the manufacture and marketing of merchant monoethylene glycol (MEG) and diethylene glycol (DEG), collectively known as ethylene glycol (EG). The company draws on more than 70 years of global experience and expertise in the development, manufacture, supply and marketing of these versatile chemicals. MEGlobal's nameplate capacity is approximately 1.2 million metric tons of MEG, and the JV has the ability to market roughly 2.7 million metric tons of MEG. MEGlobal serves customers around the world and has production facilities in Fort Saskatchewan and Prentiss, Alberta, Canada. MEG is used as a raw material in the manufacture of polyester fibers (clothing and other textiles), polyethylene terephthalate (PET) resins, antifreeze formulations and other industrial products.



Principal Joint Ventures

Sadara Chemical Company

Sadara Chemical Company (Sadara), a joint venture formed in 2011 between Dow and Saudi Arabian Oil Company (Saudi Aramco), continued to advance in 2012. When completed, Sadara's world-scale operations, supported by strong back-integration to competitive feedstocks, will be a key enabler of Dow's strategy to drive long-term profitable growth in its downstream, innovation-driven businesses and in fast-growing regions.

Capitalizing on rapidly expanding markets in energy, transportation, infrastructure and consumer products, Sadara is expected to deliver high-margin growth for decades to come. It is anticipated that the joint venture will bring:

- Estimated to deliver EBITDA margins of 35-40 percent and average equity earnings for Dow of approximately \$500 million annually during the first 10 years following its start-up
- Positive cash flow to Dow within five years of start-up

Encompassing 26 manufacturing plants, the integrated complex under construction in Jubail Industrial City II, Kingdom of Saudi Arabia, will possess flexible cracking capabilities and produce more than 3 million metric tons of high-value performance plastics and specialty chemical products. Major product families include amines, glycol ethers, isocyanates, polyether polyols, propylene glycol, polyethylene and polyolefin elastomers. Sadara's first production units will come on line in the second half of 2015, and all units are expected to be up and running in 2016.

Marketing Leadership Drives Dow Geographic Growth

Through a set of agreements signed in 2012, Dow will market and sell the majority of products produced by Sadara. Dow will leverage its global marketing expertise, strong brand recognition and well-established market channels, along with Sadara's strategic, well-positioned location, to bring high-value products to new and existing customers in fast-growing regions.

More than half of the products Sadara offers will be targeted for expanding Asia Pacific markets, while the majority of the remainder will be sold in other key growth countries in Central and Eastern Europe, Africa and India. The expected regional volume split for Dow's marketing effort is:

- Asia Pacific: ~60 percent
- Middle East and Africa: ~15 percent
- Europe: ~15 percent
- Other: ~10 percent

Sadara Advanced Manufacturing Hub Leverages Dow Technology and Training

Construction at the Sadara state-of-the-art complex began in 2011 and continues on schedule for initial start-up in the second half of 2015. Sadara will utilize several of Dow's industry-leading process technologies, as well as Dow manufacturing and engineering work processes and tools, to establish an efficient and reliable operation to manufacture products that meet stringent quality specifications and the needs of customers.

To help ensure effective implementation of Dow technologies and environment, health and safety practices and standards, Dow is conducting an on-the-job training (OJT) program at its own manufacturing sites around the world for Sadara employees. Up to 900 Sadara employees will participate in training at Dow sites where specific manufacturing processes and methodologies are in use. Dow trainers have prepared extensively to help Sadara employees become skilled in technologies and best practices needed for Sadara's safe and successful start-up and the ongoing reliability and productivity of its plants.

The SCG-Dow Group

The SCG-Dow Group is comprised of five main operating joint venture companies in Thailand that manufacture and supply customers across Asia Pacific with products used in a wide range of industrial and consumer goods, including food packaging, foam insulation and furniture. In 2011, a specialty elastomers plant began operation to support growth in the Performance Plastics segment. In 2012, Dow marked its 45th anniversary in Thailand and the 25th anniversary of the SCG-Dow partnership with the grand opening of its new production complex in Asia Industrial Estate (AIE). Together, the site's world-scale facilities make Thailand Dow's largest manufacturing base in Asia Pacific.

Univation Technologies, LLC

Univation Technologies, LLC is a global leader in the licensing of polyethylene (PE) technology and supply of catalysts for PE production. The joint venture licenses gas-phase UNIPOL™ PE process technology and sells catalysts used to make PE, spanning a broad range of density, melt index and molecular weight distribution, for applications including packaging film, plastic bags, bottles, industrial containers, pressure pipe, and hoses and tubes. The UNIPOL™ PE process technology is used to produce nearly 25 percent of the world's PE and its licensed capacity exceeds 22 million metric tons. The technology has been implemented in 100 reactor lines around the world.

Principal Joint Ventures Fast Facts

		-	U				₩ SCG		
	DOW CORNING	EQUATE	The Kuwait Olefins Company K.S.C.	Map Ta Phut Olefins Company Limited	MEG!oba!	صدارة Sadara	SCG-DOW excur Dow	Univation TECHNOLOGIES Proven to deliver. Designed to adapt.	
Formed	1943	1995	2004	2006	2004	2011	1988-95	1997	
Ownership		Dow: 42.5%	Dow: 42.5%	Dow: 20%	Dow: 50%	Dow: 35%	Dow: 49.99%	Dow: 50%	
2	Corning, Inc.: 50%	Petrochemical Industries	Petrochemical Industries	Dow's overall direct and indirect	Petrochemical	Saudi Aramco: 65%	SCG Chemicals Co., Ltd.: 49.99%	ExxonMobil Chemical	
		Company (K.S.C.) of Kuwait: 42.5% Boubyan Petrochemical Company: 9% Qurain Petrochemical Industries Company: 6%	Company (K.S.C.) of Kuwait: 42.5% Boubyan Petrochemical Company: 9% Qurain Petrochemical Industries Company: 6%	ownership: 32.77% Thai Polyethylene Company Limited: 54.73% Siam Polyethylene Company Limited: 16.25% Siam Synthetic Latex Company Limited: 8.75%	Company (K.S.C.) of Kuwait: 50%	Dow and Saudi Aramco shares will be equal following introduction of a third investor (PublicCo) formed for purposes of holding shares in Sadara and conducting an initial public offering (IPO) through the Saudi Capital Market Authority.	Others: 0.02%	Company: 50%	Joint Ventures
Headquarters	Midland,Michigan, USA	Salmiya, Kuwait	Salmiya, Kuwait	Bangkok, Thailand	Dubai, United Arab Emirates	Dhahran, Saudi Arabia	Bangkok, Thailand	Houston, Texas, USA	
Facilities	and warehousing facilitiesworldwide	Shuaiba, Kuwait	Shuaiba, Kuwait	Naphtha cracker in Map Ta Phut Industrial Estate	3 manufacturing sites in Canada, Germany and Italy	26 manufacturing units being built in Jubail Industrial City II, Eastern Province, Saudi Arabia	Rayong Province	3 technology centers and 3 manufacturing facilities	
Products	Silicon-based products, technologies and solutions	Polyethylene, ethylene, ethylene glycol	Ethylene, ethylene glycol	Ethylene, propylene, C4 and aromatics	Monoethylene glycol (MEG), diethylene glycol (DEG), polyethylene terephthalate resins (PET)	Ethylene, propylene oxide, propylene, benzene, toluene, pygas, polyethylene, polyurethanes (isocyanates, polyether polyols), propylene glycol, butyl glycol ethers, amines, polyolefin elastomers	Styrene monomer, latex, polystyrene, polyethylene, specialty elastomers	Licensing of the UNIPOL™ PE Process; UCAT™ Conventional Catalysts; XCAT™ Metallocene Catalysts; PRODIGY™ Bimodal Catalysts; PREMIER™ Products and Services; UT Deoxo Catalyst	
Selected Product Capacities	Not applicable	Ethylene: 850,000 metric tons Polyethylene: 825,000 metric tons Ethylene glycol: 500,000 metric tons	Ethylene: 850,000 metric tons Ethylene glycol: 600,000 metric tons	Ethylene: 700,000 metric tons Propylene: 635,000 metric tons	EG: 1,000,000 metric tons Markets approximately 3,500,000 metric tons	Full complex capacity of 3,000,000 metric tons	Styrene monomer: 280,000 metric tons Polyethylene: 300,000 metric tons Polystyrene: 135,000 metric tons	Global licensed capacity exceeds 22 million metric tons	
Employees	11,500	More than 1,000	Staffed by EQUATE	200	230	1,220	625	Zero (employees are secondees of the parent organizations)	
Website	dowcorning.com	equate.com	equate.com	No JV website available	meglobal.biz	Sadara.com	No JV website available	univation.com	
Sales ¹	\$6.2 billion	\$1.8 billion	\$875 million	\$2.5 billion	\$4.2 billion	N/A	\$1.8 billion	Not disclosed	
			Performance Plastics, Feedstocks and Energy	Performance Materials	Feedstocks and Energy	Performance Plastics, Performance Materials	Performance Plastics	Performance Plastics	



\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Sales by Operating	Sales by Operating Segment														
Electronic and Functional Materials	\$ 993	\$ 1,064	\$ 1,087	\$ 1,059	\$ 4,203	\$ 1,134	\$ 1,197	\$ 1,205	\$ 1,063	\$ 4,599	\$ 1,121	\$ 1,151	\$ 1,111	\$ 1,098	\$ 4,481
Coatings and Infrastructure Solutions	1,581	1,734	1,734	1,547	6,596	1,732	2,002	1,905	1,561	7,200	1,703	1,888	1,730	1,577	6,898
Agricultural Sciences	1,369	1,276	948	1,276	4,869	1,606	1,500	1,205	1,344	5,655	1,838	1,676	1,302	1,566	6,382
Performance Materials	3,587	3,654	3,311	3,405	13,957	3,541	3,858	3,698	3,550	14,647	3,473	3,369	3,411	3,355	13,608
Performance Plastics	3,905	3,936	3,540	3,879	15,260	4,043	4,441	4,114	3,659	16,257	3,591	3,711	3,500	3,677	14,479
Feedstocks and Energy	1,892	1,883	2,176	2,506	8,457	2,588	2,963	2,905	2,846	11,302	2,935	2,657	2,521	2,582	10,695
Corporate	90	71	72	99	332	89	85	77	74	325	58	61	62	62	243
Total	\$13,417	\$13,618	\$12,868	\$13,771	\$53,674	\$14,733	\$16,046	\$15,109	\$14,097	\$59,985	\$14,719	\$14,513	\$13,637	\$13,917	\$56,786

EBITDA¹ by Operating Segment															
Electronic and Functional Materials	\$ 217	\$ 281	\$ 277	\$ 277	\$ 1,052	\$ 257	\$ 287	\$ 306	\$ 234	\$1,084	\$ 243	\$ 287	\$ 273	\$ 155	\$ 958
Coatings and Infrastructure Solutions	250	347	382	251	1,230	250	368	372	177	1,167	204	337	246	36	823
Agricultural Sciences	384	196	(12)	72	640	406	287	75	145	913	451	307	63	156	977
Performance Materials	421	443	513	337	1,714	564	481	478	225	1,748	332	350	491	(137)	1,036
Performance Plastics	852	871	900	942	3,565	981	958	834	667	3,440	718	760	737	803	3,018
Feedstocks and Energy	95	70	154	152	471	248	254	263	175	940	198	134	200	186	718
Corporate	(438)	(327)	(432)	(275)	(1,472)	(764)	(303)	(229)	(211)	(1,507)	(438)	(215)	(212)	(1,074)	(1,939)
Total	\$1,781	\$1,881	\$1,782	\$1,756	\$ 7,200	\$1,942	\$2,332	\$2,099	\$1,412	\$7,785	\$1,708	\$1,960	\$1,798	\$ 125	\$ 5,591

Certain Items ² Increasing (Decreasing) EBITDA by Operating Segment															
Electronic and Functional Materials	\$ (8)	\$ -	\$ -	\$ -	\$ (8)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (17)	\$-	\$-	\$ (56)	\$ (73)
Coatings and Infrastructure Solutions	(8)	(12)	-	-	(20)	-	-	-	(60)	(60)	(41)	-	-	(93)	(134)
Agricultural Sciences	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Performance Materials	-	41	-	(112)	(71)	-	-	-	(119)	(119)	(186)	-	-	(404)	(590)
Performance Plastics	-	10	2	(5)	7	-	-	86	-	86	-	-	-	(26)	(26)
Feedstocks and Energy	-	-	-	-	-	-	-	-	-	-	-	-	-	(7)	(7)
Corporate	(26)	(38)	(131)	(35)	(230)	(503)	(10)	-	-	(513)	(137)	-	-	(895)	(1,032)
Total	\$(42)	\$ 1	\$(129)	\$(152)	\$(322)	\$(503)	\$(10)	\$86	\$(179)	\$(606)	\$(381)	\$—	\$—	\$(1,481)	\$(1,862)

Dow defines EBITDA as earnings (i.e., "Net Income") before interest, income taxes, depreciation and amortization. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Common Stockholders" is provided on page 65.

² A description of Certain Items affecting results is provided on page 64.

\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
EBITDA by Operati	EBITDA by Operating Segment Excluding Certain Items														
Electronic and Functional Materials \$ 225 \$ 281 \$ 277 \$ 277 \$ 1,060 \$ 257 \$ 287 \$ 306 \$ 234 \$ 1,084 \$ 260 \$ 287 \$ 273 \$ 211 \$ 1,000 \$														\$1,031	
Coatings and Infrastructure Solutions	258	359	382	251	1,250	250	368	372	237	1,227	245	337	246	129	957
Agricultural Sciences	384	196	(12)	72	640	406	287	75	145	913	451	307	63	156	977
Performance Materials	421	402	513	449	1,785	564	481	478	344	1,867	518	350	491	267	1,626
Performance Plastics	852	861	898	947	3,558	981	958	748	667	3,354	718	760	737	829	3,044
Feedstocks and Energy	95	70	154	152	471	248	254	263	175	940	198	134	200	193	725
Corporate	(412)	(289)	(301)	(240)	(1,242)	(261)	(293)	(229)	(211)	(994)	(301)	(215)	(212)	(179)	(907)
Total	\$1,823	\$1,880	\$1,911	\$1,908	\$7,522	\$2,445	\$2,342	\$2,013	\$1,591	\$8,391	\$2,089	\$1,960	\$1,798	\$1,606	\$7,453

Equity in Earnings (Losses) of Nonconsolidated Affiliates by Operating Segment															
Electronic and Functional Materials	\$ 27	\$ 26	\$ 23	\$ 30	\$ 106	\$ 24	\$ 25	\$ 23	\$ 32	\$ 104	\$ 19	\$ 35	\$ 27	\$13	\$ 94
Coatings and Infrastructure Solutions	86	86	75	96	343	68	79	72	102	321	22	45	29	(46)	50
Agricultural Sciences	2	(1)	2	(1)	2	3	-	-	1	4	1	(1)	3	(2)	1
Performance Materials	9	4	(4)	7	16	(5)	(4)	(11)	(11)	(31)	(17)	(20)	(30)	(25)	(92)
Performance Plastics	65	59	58	72	254	62	59	150	32	303	34	39	28	33	134
Feedstocks and Energy	121	75	98	113	407	155	138	153	115	561	125	52	123	152	452
Corporate	(6)	(5)	(1)	(4)	(16)	(9)	(6)	(12)	(12)	(39)	(15)	(2)	(5)	(81)	(103)
Total	\$304	\$244	\$251	\$313	\$1,112	\$298	\$291	\$375	\$259	\$1,223	\$169	\$148	\$175	\$44	\$536

Depreciation and Amortization by Operating	Depreciation and Amortization by Operating Segment												
	2010	2011	2012										
Electronic and Functional Materials	\$ 448	\$ 439	\$ 420										
Coatings and Infrastructure Solutions	638	548	476										
Agricultural Sciences	147	167	176										
Performance Materials	627	635	703										
Performance Plastics	760	754	673										
Feedstocks and Energy	216	212	141										
Corporate	126	128	109										
Total	\$2,962	\$2,883	\$2,698										

Capital Expenditures by Operating Segment												
	2010	2011	2012									
Electronic and Functional Materials	\$ 221	\$ 247	\$ 268									
Coatings and Infrastructure Solutions	239	365	269									
Agricultural Sciences	245	352	316									
Performance Materials	621	567	287									
Performance Plastics	202	251	264									
Feedstocks and Energy	602	886	1,163									
Corporate	_	19	47									
Total	\$2,130	\$2,687	\$2,614									



Impact of Certain Items on EBITDA ¹ \$ in millions (Unaudited) 01/10 02/10 03/10 04/10 2010 01/11 02/11 03/11 04/11 2011 01/12 02/12 03/12 04/12 2012															
\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
Restructuring plan implementation costs	-	-	-	-	-	-	-	-	-	-	-	-	-	(22)	(22)
Restructuring (charges) credit	(16)	(13)	-	3	(26)	-	-	-	-	-	(357)	-	-	(986)	(1,343)
Transaction-related integration expenses	(26)	(37)	(35)	(45)	(143)	(31)	-	-	-	(31)	-	-	-	-	-
Dow Corning restructuring/ asset abandonment	-	-	-	-	-	-	-	-	-	-	-	-	-	(89)	(89)
Charge for Sadara-related development and other costs	_	-	-	-	-	-	-	-	-	-	-	-	-	(73)	(73)
Loss on early extinguishment of debt	-	-	(46)	-	(46)	(472)	(10)	-	-	(482)	(24)	-	-	(99)	(123)
Goodwill impairment loss	-	-	-	-	-	-	-	-	-	-	-	-	-	(220)	(220)
Gain (Loss) on divestiture of Styron	-	51	2	(26)	27	-	-	-	-	-	-	-	-	-	-
Labor-related litigation matter	-	-	(50)	-	(50)	-	-	-	-	-	-	-	-	-	-
Asset impairments and related costs	-	-	-	(91)	(91)		-	-	(77)	(77)	-	-	-	-	-
Obligation related to past divestiture	-	-	-	(47)	(47)	-	-	-	-	-	-	-	-	-	-
Asbestos-related credit	_	-	-	54	54	-	-	-	-	-	_	-	-	-	-
Gain on collection of impaired note receivable	-	-	-	-	-	-	-	86	-	86	-	-	-	-	-
Warranty accrual adjustment of exited business	_	_	_	_	_	_	_	_	(60)	(60)	_	_	_	_	-
Gain (Loss) on sale of a contract manufacturing business	_	_	_	_	_	_	_	_	(42)	(42)	_	_	_	8	8
Total	\$(42)	\$ 1	\$(129)	\$(152)	\$(322)	\$(503)	\$(10)	\$86	\$(179)	\$(606)	\$(381)	\$—	\$—	\$(1,481)	\$(1,862)

¹ The Company uses EBITDA (which Dow defines as earnings [i.e., "Net Income"] before interest, income taxes, depreciation and amortization) as its measure of profit/loss for segment reporting purposes. EBITDA by operating segment includes all operating items related to the businesses, except depreciation and amortization; items that principally apply to the Company as a whole are assigned to corporate. A reconciliation of EBITDA to "Net Income (Loss) Available for The Dow Chemical Company Common Stockholders" is provided on the next page.

Reconciliation of EBI	TDA to "N	let Incon	ne (Loss)	Availab	le for Th	e Dow Cl	hemical	Compan	y Comm	on Stock	cholders	33			
\$ in millions (Unaudited)	Q1′10	Q2′10	Q3′10	Q4′10	2010	Q1′11	Q2′11	Q3′11	Q4′11	2011	Q1′12	Q2′12	Q3′12	Q4′12	2012
EBITDA	\$1,781	\$1,881	\$1,782	\$1,756	\$7,200	\$1,942	\$2,332	\$2,099	\$1,412	\$ 7,785	\$1,708	\$1,960	\$1,798	\$ 125	\$5,59
Depreciation and amortization	757	734	716	755	2,962	731	697	714	741	2,883	679	674	665	680	2,69
+ Interest income	7	10	7	13	37	7	10	9	14	40	6	10	10	15	4
Interest expense and amortization of debt discount	376	367	362	368	1,473	377	328	305	331	1,341	329	312	318	310	1,26
Income (loss) before income taxes	\$ 655	\$ 790	\$ 711	\$ 646	\$2,802	\$ 841	\$1,317	\$1,089	\$ 354	\$3,601	\$ 706	\$ 984	\$ 825	\$(850)	\$1,60
 Provision (credit) for income taxes 	103	131	114	133	481	120	240	186	271	817	186	244	234	(99)	56
Net income (loss) attributable to noncontrolling interests	1	8	_	2	11	11	10	3	18	42	23	6	9	(120)	(8
 Preferred stock dividends 	85	85	85	85	340	85	85	85	85	340	85	85	85	85	34
Net income (loss) available for The Dow Chemical Company common stockholders	\$ 466	\$ 566	\$ 512	\$ 426	\$1,970	\$ 625	\$ 982	\$ 815	\$ (20)	\$2,402	\$ 412	\$ 649	\$ 497	\$(716)	\$ 8

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