

DOW CHEMICAL CO /DE/  
Form 8-K  
February 15, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

February 13, 2008

THE DOW CHEMICAL COMPANY

(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

1-3433  
(Commission File  
Number)

38-1285128  
(IRS Employer  
Identification No.)

2030 Dow Center, Midland, Michigan 48674  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code:

(989) 636-1000

Not applicable  
(Former name or former address, if changed since last report.)

Item 5.03

**Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

(a) On February 13, 2008, the Board of Directors of The Dow Chemical Company (the Company) amended Section 2.7 of the Company's Bylaws, effective June 1, 2008, to provide for majority voting in uncontested Director elections.

Item 9.01 Financial Statements and Exhibits

The following exhibit is filed as part of this report:

EXHIBIT NO. DESCRIPTION

1. The Bylaws of The Dow Chemical Company

as amended and re-adopted in full on

February 13, 2008, effective June 1, 2008.

SIGNATURES

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

Dated: February 15, 2008

THE DOW CHEMICAL COMPANY

By: /s/William S. Weideman

Name: William H. Weideman

Title: Vice President and

Controller