

**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	1-3433	38-1285128
(State or other	(Commission File	(IRS Employer
jurisdiction of	Number)	Identification No.)
incorporation)		

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
99.1	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