

DOW CHEMICAL CO /DE/

Form 3

November 03, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â FASONE HOLDER JULIE

(Last) (First) (Middle)

2030 DOW CENTER

(Street)

MIDLAND,Â MIÂ 48674

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/24/2005

3. Issuer Name and Ticker or Trading Symbol
DOW CHEMICAL CO /DE/ [DOW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Corp Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

21,837

D

Â

Common Stock

8.321

I

by 401(k) Plan

Common Stock

615.38

I

by 401(k) Plan ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

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			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date	Expiration	Title	Amount or	Derivative	Security:	
	Exercisable	Date		Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	
						(Instr. 5)	
Deferred Stock - Performance Shares ⁽¹⁾	Â ⁽²⁾	04/16/2007	Common Stock	2,500	\$ 0	D	Â
Deferred Stock - Performance Shares ⁽¹⁾	Â ⁽³⁾	04/16/2008	Common Stock	3,125	\$ 0	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁴⁾	02/16/2009	Common Stock	10,000	\$ 31.1042	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁵⁾	02/16/2010	Common Stock	21,000	\$ 36.0208	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁶⁾	03/02/2011	Common Stock	10,000	\$ 33.94	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁷⁾	02/15/2012	Common Stock	12,500	\$ 30.425	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁸⁾	02/14/2013	Common Stock	20,500	\$ 27.4	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽⁹⁾	02/13/2014	Common Stock	15,000	\$ 43.49	D	Â
Non-Qualified Stock Option (right to buy) ⁽¹⁾	Â ⁽¹⁰⁾	02/18/2015	Common Stock	16,670	\$ 53.525	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FASONE HOLDER JULIE 2030 DOW CENTER MIDLAND,Â MIA 48674	Â	Â	Â Corp Vice President	Â

Signatures

Julie Fasone Holder, Corp Vice
President 11/02/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Granted under The Dow Chemical Company 1988 Award and Option Plan, a Rule 16b-3 plan. The Plan provides for tax withholding rights.
- (2) The award vests, if at all, upon the Company's common stock reaching and maintaining a market price of \$55 per share for a specified time period before December 31, 2005. Delivery of vested shares will be in two equal installments on April 16, 2006 and April 16, 2007.

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- (3) The award vests, if at all, upon the Company's common stock reaching and maintaining a market price of \$55 per share for a specified time period before December 31, 2006. Delivery of vested shares will be in two equal installments on April 16, 2007 and April 16, 2008.
- (4) The options vest in three equal annual installments beginning on February 16, 2000.
- (5) The options vest in three equal annual installments beginning on February 16, 2001.
- (6) The options vest in three equal annual installments beginning on March 2, 2002.
- (7) The options vest in three equal annual installments beginning on February 15, 2003.
- (8) The options vest in three equal annual installments beginning on February 14, 2004.
- (9) The options vest in three equal annual installments beginning on February 13, 2005.
- (10) The options vest in three equal annual installments beginning on February 18, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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