

DOW CHEMICAL CO /DE/
 Form 424B3
 August 29, 2002

Filed under Rule 424(b)(3), Registration Statement No. 333-59964

Pricing Supplement No - 5 dated August 26, 2002 (To: Prospectus Dated May 15, 2001 and Prospectus Supplement Dated June 21, 2002)

CUSIP Number	Principal Amount	Selling Price(% of Par)	Gross Concession	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor Option	sProduct Ranking
26054LAM5	\$17,429,000.00	100.000%	.625%	\$17,320,068.75	4.150%	SEMI-ANNUAL	08/15/2005	02/15/2003	\$19.14	YES	Senior Unsecured Notes

Redemption Information: Non-Callable.

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: Charles Schwab & Co. Inc., First Union Securities,
 Merrill Lynch & Co., Morgan Stanley, Prudential Securities, Salomon Smith Barney, UBS PaineWebber

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26054LAN3	\$13,550,000.00	100.000%	1.000%	\$13,414,500.00	4.800%	SEMI-ANNUAL	08/15/2007	02/15/2003	\$22.13	YES	Senior Unsecured Notes

Redemption Information: Non-Callable.

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 Merrill Lynch & Co., Morgan Stanley, Prudential Securities, Salomon Smith Barney, UBS PaineWebber

The Dow Chemical Company

Trade Date: Monday, August 26, 2002 @12:00 PM ET
 Settle Date: Thursday, August 29, 2002
 Minimum Denomination/Increments: \$1,000.00/\$1,000.00
 All trades settle flat and clear SDFS: DTC Book Entry only
 DTC number: 0262 via BNY Clearing Services, LLC

The Dow Chemical Company
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If the maturity date or an interest payment date for any note is not a Business Day (as term is defined in Prospectus), principal, premium, if any, and interest for that note is paid on the next Business Day, and no interest will accrue from, and after, the maturity date or interest payment date.

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