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* ADMITTED ONLY TO A BAR OTHER THAN THAT OF THE DISTRICT OF COLUMBIA
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June 8, 2010

BY HAND

Donald S. Clark
Secretary
Federal Trade Commission
600 Pennsylvania Avenue, NW
Washington, DC 20580



Re: The Dow Chemical Company: File No. 081 0214

Dear Mr. Clark:

Pursuant to Paragraph III.G of the Decision and Order in the above referenced matter, Respondent The Dow Chemical Company ("Dow") hereby provides notice that Dow and Arkema Inc. ("Arkema") have executed an amendment to the License of Dow Operating Systems and Tools, Exhibit J to the Asset Purchase Agreement. Pursuant to Paragraph III.G, Dow hereby requests that the Commission approve this amendment.

This amendment does not materially change the agreement between Dow and Arkema. The amendment licenses to Arkema additional source code and executable files to be used by the Latex Polymers Business in connection with software licensed under the License of Dow Operating Systems and Tools. The amendment also adds the title of a licensed asset that was inadvertently omitted when the document was executed on January 25, 2010.

For your reference, both the amendment and the originally executed contract are included with this letter.

Donald S. Clark
June 8, 2010
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This letter and its enclosures contain confidential and competitively sensitive business information relating to the divestiture of the Acrylic Acid Business and the Latex Polymers Business. The disclosure of this information would prejudice Dow and Arkema, cause harm to the ongoing competitiveness of the Acrylic Acid Business and the Latex Polymers Business, and impair Dow's ability to comply with its obligations under the Decision and Order. Pursuant to Sections 2.41(f)(4) and 4.9(c) of the Commission's Rules of Practice and Procedure, 16 C.F.R. § 2.41(f)(4) & 4.9(c), Dow requests that this letter and its enclosures and the information contained therein are accorded confidential treatment. This letter and its enclosures should be accorded such confidential treatment under 5 U.S.C. § 552 and Section 4.10(a)(2) of the Commission's Rules of Practice and Procedure, 16 C.F.R. § 4.10(a)(2). This letter and its enclosures are also exempt from disclosure under Exemptions 4, 7(A), 7(B), and 7(C) of the Freedom of Information Act, 5 U.S.C. §§ 552(b)(4), 552(b)(7)(A), 552(b)(7)(B), & 552(b)(7)(C), and the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, 15 U.S.C. § 18a(h).

Please do not hesitate to contact me if you have any questions.

Sincerely,



George S. Cary

Enclosures

cc: Roberta Baruch, Esq.
Arthur Strong, Esq.