

UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION WASHINGTON, D.C. 20580

Office of the Secretary

May 3, 2011

Mr. George S. Cary Cleary, Gottlieb, Steen & Hamilton 2000 Pennsylvania Ave., N.W. Washington, D.C. 20006-1801

> Re: The Dow Chemical Company Docket No. C-3999

Dear Mr. Cary:

Pursuant to Rule 2.41(f) of the Commission's Rules of Practice, the Commission has determined to approve the Petition of The Dow Chemical Company For Approval of the Amendment to Amended and Restated Environmental Services and Separation Agreement between The Dow Chemical Company and Huntsman International LLC.

By direction of the Commission.

nald S. Clark

Donald S. Clark Secretary