The belief that together science + humanity can solve anything.
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COVERS

Vivian Zietemann – is Dow's employees and develops an innovative approach for the assessment of the financial impacts of Sustainability projects.

Hure de Andrade Junior - is Dow’s employees and contributes to the development of the Green Procurement program and to “Dow’s Sustainability Center for Suppliers” (Núcleo Dow de Sustentabilidade para Fornecedores) in partnership with the Company’s sustainability team.
For years, we have been reporting Dow’s initiatives in Brazil by sharing our singular way of being a power of innovation in favor of the companies’ sustainability and competitiveness through sciences and ethics. Year after year, we also highlight the importance of our activities for the society, inviting our employees, customers, suppliers, and communities to join us in this journey of challenges and growth.

We believe that sustainability, like science, is a continuous learning process, driven by people’s restlessness and creativity. In both cases, their efforts and achievements are validated by the ability of generating shared value – economic growth, social well-being and answers to the technological, human and environmental challenges.

This year, we have organized our report by highlighting the examples that better corroborate the four pillars of our sustainability management: responsible operations, smart solutions for today, partners for change and innovations for the future. They have been chosen for their importance in addressing the major challenges of human development, ability to engage several links of the production chain and several players that represent diverse interests and for their capacity of exemplifying the contributions made feasible through the scientific knowledge.

On one hand, we always have in mind the transforming power of science and the many resources it provides us and, on the other hand, the value of relationships and the power these relationships have to integrate and multiply the building of the human progress. Accordingly, when we start to discuss, as a company, our next generation of public sustainability goals, we highlight the basic belief that make us move ahead: science is our solution, and the human is our purpose.

We thank you for your reading and interest as we move forward in this journey. GRI 1.1
Profile and Presence in Brazil

Company: Dow Brasil1, GRI 2.1
Headquarters for Brazil and Latin America: Avenida das Nações Unidas 14.171, Condomínio Rochaverá. Diamond Tower, São Paulo/SP. GRI 2.4
Governance Structure: essentially linear, Dow’s structure has few hierarchical levels and its employees are organized according to their competencies and skills through leadership committees. GRI 4.1
Board of Directors: Pedro Suarez (President for Latin America). Directors: Daniella Souza Miranda, Eudio Antonio Gil Cisneros, Fernando Fernandes Signorini, Rodrigo Ramos Silveira, Marcelo Lima Vieira, Caio Cesar Borges Sedeno, Fabian Esteban Gil, Jose Fernando Rodriguez, Gaston Remy, Elizabete Cristina Delazari. GRI 4.1
2013 financial results: net revenues of $5,881 MM Reais. GRI EC1

Dow Latin America Leadership Reporting Structure (LALT): the Company’s main board is comprised of 15 executives responsible for the business areas and supporting functions that meet every two months to build the Company’s strategic planning. GRI 4.1
Operating structure: established in Brazil in 1956, the Company has 2,536 permanent employees, 192 temporary employees, 91 interns and 31 trainees2. GRI 2.3 e LA1
Size: The Dow Chemical Company is a large multinational that operates in 160 countries. In Latin America, main countries are Brazil, Argentina, and México3. GRI 2.5 e 2.8
Markets in Brazil: energy, infrastructure, health, water, consumer goods, and agricultural sciences. GRI 2.7

Branches: 52 (distributed in 11 states: SP, RJ, SC, RS, PE, GO, PR, MT, MG, MS and BA)
Manufacturing sites: 22
External Warehouses: 12
Research Laboratories: 5 (São Paulo, Mogi Mirim, Cravinhos, Jundiaí, Jacareí)
Total of Offices: 5 on the total (2 in São Paulo, 1 in Ribeirão Preto, 1 in Rio de Janeiro, and 1 in Santa Vitória)

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1 This report brings information about Dow Brazil and its subsidiaries: Dow AgroSciences Industrial Ltda. / Dow AgroSciences Sementes & Biotecnologia Brasil Ltda. / Dow Brasil Sudeste Industrial Ltda. / Dow Especialidades Químicas Ltda. / Dow Nordeste Indústria Química Ltda. / Branco Dow Compostos de Engenharia Ltda. GRI 2.6 e 3.6
2 By December 2013.
3 This report is limited to Dow’s operations in Brazil.
Awards and Recognitions in 2013

- **THE BEST COMPANIES TO WORK FOR**: for 17 consecutive years;
- **THE BEST COMPANIES TO START A CAREER**: Você S/A and Exame magazines, for 4 consecutive years;
- **EXAME MAGAZINE SUSTAINABILITY GUIDE**: recognized as one of the country’s more sustainable companies for 3 consecutive times;
- “The most sustainable companies according to the media”: IMPRENSA & PR Newswire magazine, Dow has moved up 17 positions in the ranking of spontaneous recall;
- **ÉPOCA AWARD FOR GREEN COMPANIES**: recognized as a green company for 2 consecutive years;
- **BEST INNOVATOR – BRAZIL’S MOST INNOVATIVE COMPANIES**: ranked 3rd as Brazil’s most innovative company in 2013. Listed in the guide for 4 consecutive years;
- **SÃO PAULO DIVERSITY SEAL**: Government of the State of São Paulo, Dow has been certified since 2009.
Dow seeks the collaborative development to solve today’s most relevant problems. The Company gears global efforts to achieve, together with its customers, better life conditions for everybody. With this in mind, it researches and develops products and solutions that reduce the use of energy and water, that are made of renewable sources and that increase agricultural productivity, promoting a better quality of life for people. Learn more about our solutions for today.

1. Platform of Sustainability with customers
Dow’s Platform of Sustainability with customers was launched in 2012 to understand customers’ sustainability needs and, based on that, develop projects to help them be more efficient and sustainable. This innovative program has already supported 25 companies in Latin America in the development of technologies designed to enhance their processes and products. The Platform helps identify opportunities in the markets the Company’s partners operate and develop more sustainable solutions for several sectors of the economy, such as food, beverages, infrastructure, personal care and home care. It has become a global good practice across the Company by contributing to the identification of new ways of optimizing the use of energy, reduce carbon footprint, save water, produce food and assure quality housing and health opportunities. The program was born from the union of the Company’s Sustainability and Business areas and is aligned with Dow’s initiative focused on developing projects that reach the entire value chain. In 2013, the Company developed a workshop for the Business area aimed to further engage it with the topic and, with this, expand the Platform. For 2014, the objective is to engage another 10 companies in Brazil. GRI - PR5

“At Dow, we generate shared value in partnership with our customers by developing solutions that contribute to today’s sustainability challenges.” Caio Sedeno, Commercial Director for Dow for Latin America
20 x 5
arrobas/hectare/year
Average of productivity in experimental farms part of the Sustainable Livestock program
Domestic Average

Understand the Program

What is Sustainable Livestock Production?
It is an initiative from the Union of Rural Producers of Paragominas (SPRP) in partnership with Fundo Vale, Dow AgroSciences, ESALQ-USP and the State University of São Paulo (Unesp), supported by the Institute of the Man and the Environment and by The Nature Conservancy (TNC).

What is it intended for?
To create a new production model, a more productive and sustainable model.

What are the main results of the project?
Improved productivity per animal: increase in the average of arroba per hectare; better ways of dealing with the animals, preservation of the area and natural resources; engagement and education of the communities on the deforestation, ecology and environment topics.

2. Technology to increase productivity in the field
The Convert™ HD364, a Brachiaria hybrid commercialized by Dow AgroSciences since 2010, has been promoting improvements both in farms’ productivity and livestock nutrition. The major objective of the technology is to improve the productivity in pasture areas and, consequently, the quantity of animals pasturing per hectare.
In 2013, in the experimental farm of the Sustainable Livestock Project⁴, for which Dow AgroSciences contributes with Convert™ HD364, herbicides and services represented an innovation, combining other technologies and technical knowledge that enabled to reach the average of 20 arrobas per hectare/year, compared to the Brazilian average which is of 5 arrobas. With the reduction in pasture areas, there is also a reduction in the need of opening new spaces for the growing of pasture, diminishing the pressure on preserved or forest areas, for example. This type of Hybrid of Brachiaria has capability to increase dry mass production per hectare, is more nutritive mainly due the high levels of crude protein and high digestibility and it is easy handling. Another advantage offered by Convert is that it’s more tolerant to dry periods and weeds, such as leafhoppers pastures (except for Mahanarva sp.).
Today, Dow AgroSciences is launching new projects, like on dairy farmers, increasing their productivity, generate more income for small producers and improve the properties’ social and environmental aspects.

- Green Livestock Project: The experimental farms are located in the municipality of Paragominas (State of Pará)

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⁴Green Livestock Project: The experimental farms are located in the municipality of Paragominas (State of Pará)
Economic growth with less environmental impacts for today and future generations... For Dow, innovation is to develop products in a healthier, safer, cleaner and more sustainable world for all of us. Leader in “green chemistry” solutions, the Company invests in technological platforms and recognition programs, such as the Latin America Innovation Award and Innovation@DowChallenge, which recognize transforming results in the chains in which the Company participates. Read beside examples of technologies that illustrate this positioning.

Winner of the Innovation Award 2013: PacXpert™

What is it?
Resistant and flexible packaging that is easy to transport and store.

Why has it won this award?
Because it makes logistic operations easier, saves time, resources and money. Additionally, it reduces the waste of stored content and is easy to open and close.

1. Smart Paints
Dow’s Coating Materials business has developed the FORMASHIELD™ solution, a water-based acrylic polymer that allows paints to capture formaldehyde (toxic substance emitted by fabrics, paints and furniture), transforming it into a harmless vapor and improving the indoor air quality of buildings. The technology also presents low VOC (Volatile Organic Compounds) levels and is free from APEOs, which are potentially harmful carcinogen substances. The solution’s performance was highlighted in the 13rd edition of ABRAFATI, International Exhibition of Coatings Industry Suppliers, Latin America’s major event in the sector, in 2013.

“Our objective for the next years is to anticipate solutions and technologies that help our partners and customers become more competitive and sustainable.” John Richard Biggs, Director of Research & Development for Latin America
2. Ultrafiltration treatment plant in São Paulo’s coastal area

Water Treatment Stations in São Paulo are about to go through a major change. Something that will be possible thanks to a partnership between Dow and Sabesp (São Paulo’s water utility), signed in 2013, for the building of a new water treatment plant.

The facility, which will start to operate in 2014, is part of a pioneering program developed by Sabesp designed to improve the access to drinking water through the use of the IntegraPac™ UF technology – a membrane that removes up to 99.99% of water contaminants. The initiative will be firstly implemented in the Water Treatment Station of São Lourenço, in the city of Bertioga (State of São Paulo), and will benefit approximately 10,000 inhabitants.

The IntegraPac™ UF membrane was developed by Dow Water & Process Solutions, Dow’s business focused on water treatment solutions. Technologies like this contribute to the improvement of water purification processes and to the compliance with new orders [portarias], such as the order no. 2.914, which demand new potability standards, the readjustment of treatment systems and new purification measures.

The São Lourenço WTP, which will start to operate in the second semester of 2014, located in the city of Bertioga, in São Paulo’s Northern Coastal region, will use Dow’s Ultrafiltration technology, which allows the supply of ultrafiltered water for the population through a single process.

2013 Innovation Award:
Recognition of the PacXpert Project
For Dow, partnerships are the combination of forces and the engagement in favor of improvements, projects and causes. This is why the Company really values its partnerships, formed with different audiences, with which it produces and promotes benefits for all involved and also for the society. Today, the Company has transparent and long-standing relationships with its collaborators, communities, government, customers, and suppliers, and contributes to the improvement of its production chain – whether for its technological excellence or because of its background in the carrying out of innovative projects of great impact.

Dow constantly invests in the dialogue and in the relationship with its partners, evaluating perceptions, needs, and expectations that it transforms into ‘feedstock’ for its actions. Throughout 2013, the Company formed a number of partnerships. Learn more about some of the most significant ones and their results.

**EMPLOYEES**

This group is responsible for Dow’s success. For this reason, it’s the most relevant among all of the Company’s partnerships that, throughout the years, maintains engaged employees by providing them with tools for the development of their competencies and planning of their careers. This partnership is addressed among pairs and superiors and counts on the support of external consultants that develop customized strategies, establish goals, and that guide and evaluate each collaborator on a periodical basis. GRI LA11 e LA12

The Company also helps employees plan their future and provide benefits, such as Previdow, a social security program adhered by 86% of all employees and which equity totals $1.2 billion Reais. GRI EC3

To take care of people is a condition established by "To develop innovative products, more efficient processes and transforming social and environmental actions, transparency and proximity are essential for Dow’s relationship with its main partners, and what moves us to make better and better, day after day." Daniella Souza Miranda, Communications and Institutional Relations Director for Dow for Latin America
The Internal Committee on Accident Prevention (CIPA) represents all the Company’s employees and counts on the participation of employees and employers. By means of internal Health, Safety and Environment committees, Dow also encourages this culture in all its manufacturing sites. GRI LA6

Thanks to these and other measures, the injury and occupational diseases rate was 0.25 in 200,000 hours worked. There were no work-related fatalities in 2013. GRI LA7

our policies, discussed in groups and implemented in several aspects. At Dow, employees have access to flexible business hours that ensure a better balance between their personal and professional lives. The Company’s policies and programs of gender, diversity and inclusion, such as DEN - Disability Employee Network, GLAD (Gays, Lesbians & Allies at Dow), Mentoring and Coaching for Women and WIN – Women Innovation Network, have led the Company to be certified with São Paulo’s Diversity and Inclusion Seal for 15 years. Today, 75% of employees have already participated in training sessions on the topic. And 100% of them have been trained on anticorruption procedures and Human Rights policies. Likewise, 100% of business units have been subject to the evaluation of risks related to corruption. GRI HR3, HR8, SO2, SO3

AVERAGE HOURS OF TRAINING PER EMPLOYEE IN 2013 – GRI LA10

Administrative Positions
38 hours

Leadership Positions
45 hours

Technical Positions
120 hours

SUPPLIERS AND CUSTOMERS

Whether by promoting debates, training or developing customized products and solutions, Dow has always worked with suppliers and customers to understand their demands and improve their products. In Brazil alone, the Company has established five research centers aimed to develop innovative solutions for these audiences. These labs are focused on training partners when it’s necessary to introduce them both the society’s and the market’s innovations. It is a mutual learning that bears fruits not only for both sides, but also for the society.
1. Dow Center for suppliers’ training in sustainability
Aimed to enable Dow’s partners in the management of sustainability and contributing to the dissemination of good practices in the corporate environment, the Company has been investing in the training of suppliers since 2012. In addition to enabling them, the initiative developed in partnership with UniEthos also helps disseminate these values throughout the value chain. The course, which includes on-site activities (workshops), guidance (followed by UniEthos) and practices (diagnostics and action plans), “graduated” its second class in 2013, when 24 people participated in the training sessions.

2. Dow Gol
The award was created in Brazil in 2001 exclusively for the Company’s transportation and logistic suppliers. Its main objective is to prevent accidents and improve the relationship with the entire chemical distribution chain. In 2013, five suppliers in the Distributor, Transportation and Warehouse categories were awarded.

Program’s Results
- 34 - Participating Companies
- 66 - Trained Employees
- 24,292 - Indirectly impacted people
- R$2 MM reais - saved by suppliers in sustainability projects
- 90% - of contracts with all Dow’s suppliers include terms about Human Rights (GRI HR1)
PUBLIC SECTOR
Dow has always been a partner of public organizations in a number of initiatives. In 2013, the Company got closer to these institutions to promote innovation and develop solutions that improve people’s lives in several aspects, among which, projects focused on educating and training young students aimed to drive the interest for science, primarily for Chemistry.

1. Educopédia
The partnership between Dow and Rio de Janeiro City Department of Education (SME-RJ) is focused on four actions: to emphasize Dow’s investment strategies in education; to reinforce the Company’s commitment to the city of Rio de Janeiro; to associate Dow with innovation and science; and to connect the Company to the scientific knowledge, encouraging students’ interest for sciences, primarily Chemistry. With this in mind, the Company has invested in [http://www.educopedia.com.br](http://www.educopedia.com.br), an educational content platform comprised of interactive modules for teachers’ learning and support. Among these contents, the partnership gives priority to four topics related to sciences (physical states of the matter, evolution of the atomic models, periodical properties of chemical elements, and atoms, molecules and simple and compound substances) and follows SME-RJ’s curriculum.

Students benefited in Rio de Janeiro
525,000

Impacted students
43,182

Impacted Schools
1,000
COMMUNITIES

In 2013, Dow invested $1.24MM Reais in Brazil in eight Social Responsibility projects, benefiting 570,000 people in the communities where it operates. These investments are consistent with its Sustainability Goals for 2015 and have led the Company to develop a Community Success Plan, which articulates Dow’s efforts towards its three main operating areas: Education, Environment & Economy (strategy known as 3Es). These actions also count on the support of the communities that discuss, with the Company, their demands and needs through panels promoted by Dow in the cities of Aratu, Franco da Rocha, and Guarujá. GRI EC8

**Education:** projects to improve the educational level and stimulate the interest of young students for careers in Science, Technology, Engineering and Mathematics (STEM);

**Environment:** directed at the protection of the Environment, at the communities’ health and safety and their engagement with these topics;

**Economy/Entrepreneurship:** programs and initiatives to qualify the labor force in the communities and increase workability levels.

**Community Advisory Panel:** party of the Company’s global strategy of Community Success, the program, which has been meeting with Guarujá’s community for 21 years, reinforces the relationship with its neighbors and promotes awareness and improvement activities. In 2013, the most relevant ones were: Evacuation Training and Emergency Plan in municipal schools, Cleaning of Perequê Mangrove, Review of the Community Panel Protocol and visit to Maria Luisa e Oscar Americano Foundation.

**Ecosmar:** encourages the generation of jobs and income linked to the human development, creating social and cultural, economic and environmental initiatives. The ventures are directed at the local production and consumption and benefit approximately 500 families that live in Vila de Matarandiba (State of Bahia) with access to microcredit programs, Digital Inclusion initiatives, Generation of Jobs and Income, Strengthening of the local Culture and Finance Management.
Partnership with the US Embassy: and with the National Institute of Research of Amazônia (Inpa/MCTI) made feasible the participation of five girls in the “Science Camp – Elas na Ciência” program. The objective is to contribute with the “Ciências sem Fronteiras” program, from the Federal Government, and encourage the development and interest of young girls for science.

+ Unidos: partnership among the United States diplomatic mission to Brazil and US companies established in Brazil, it is aimed to promote the access of 100,000 students to English courses via a digital platform and provide 10,000 English students with a technological infrastructure and prepare them for the TOEFL certification.

Responsible Application: Its objective is to promote good agricultural practices and enable farmers on methods about how to apply defensives, including topics such as safety, the correct use of Personal Protective Equipment, packaging disposal, application conditions and drift. In 2013, 2,000 people participated in the training sessions.

Agrinho: social program from Sistema da Federação/SENAR that counts on Dow AgroSciences’ support in public schools in the States of Goiás, Rio Grande do Sul and Paraná, working on topics related to citizenship, hygiene and health, work and consumption, in addition to the correct use of agricultural defensives. The objective is to contribute to the improvement of the quality of life of rural populations and the enhancement of teachers in educating students.

Ana Cristina Pinheiro (coordinator of Good Agricultural Practices in Crop Protection) with José Mário Schreiner (President of FAEG, Federation of the Agriculture of the State of Goiás) during Agrinho 2013 ceremony
Since 1998, Dow has been a signatory of the Responsible Care program, an initiative of the chemical industry present in 52 countries committed to improving the performance of the industry in the protection of the environment, health and safety and enhancement in the management of products, in addition to promoting the dialogue with the industry’s stakeholders and the society. With this in mind, the Company’s operations are monitored through management systems that, in addition to evaluating each activity, help promote prevention practices and establish goals that follow the most stringent environmental protection, health and safety standards. Thanks to this permanent concern, no significant spill of chemical products was detected by the Company in 2013, contributing to its global goal of reducing this rate by 90% on a global basis by 2015. However, Dow has other goals to reach and has been investing in actions related to the disposal and reuse of waste and effluents. We highlight here two projects and show how the correct handling of materials positively impacts on a region as a whole. GRI EN23

“We seek to innovate by bringing continuous improvements to our processes aimed to make our operations become more and more sustainable, safe and efficient.” Fernando Signorini, Director of Dow Operations for Latin America.
1 Value Raw Material - Projeto Lime S

With the Lime S project, carried out in Aratu Industrial Complex (State of Bahia), Dow managed to convert approximately 5,700 tons of its solid waste into raw material in 2013. This material, which used to be taken to landfills, is today commercialized to companies in the region. A cement company used some 95% of that volume to add it to clinker, one of cement’s raw materials. The main advantages of the initiative are, among others, the more sustainable use of a byproduct that used to be disposed as waste, and the reduction of the area used as an industrial landfill, of the natural resources and its impacts and of the costs with transportation and handling of materials and supplies.

RECYCLED MATERIALS GRI EN2

To reduce the impact of its operations, Dow always seeks to use packaging that was recycled, reconditioned or returned by customers whenever it’s possible according to the product’s characteristics and applications. Additionally, a significant part of production is transported in bulk, not requiring packaging and, therefore, avoiding the generation of waste.

<table>
<thead>
<tr>
<th>Jundiaí</th>
<th>Jundiaí**</th>
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<tbody>
<tr>
<td>Cylinders</td>
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<tr>
<td>Isocontainers</td>
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<tr>
<td>Drums</td>
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</table>

* Reconditioned or recycled

<table>
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<th>Franco da Rocha</th>
<th>Franco da Rocha</th>
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</thead>
<tbody>
<tr>
<td>Cylinders</td>
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<tr>
<td>Cardboard</td>
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** Returned by customers and reused

MATERIALS USED BY DOW GRI EN1

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<tr>
<th>Material</th>
<th>Quantity</th>
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<tbody>
<tr>
<td>Lime</td>
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<td>Hydrochloric</td>
<td>30.962 MTA</td>
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<tr>
<td>Manganese Sulfate</td>
<td>18.714 MTA</td>
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<tr>
<td>Isopropylamine</td>
<td>10.574 MTA</td>
</tr>
<tr>
<td>Glyphosate</td>
<td>9.227 MTA</td>
</tr>
</tbody>
</table>
2 Clean Energy: Eucalyptus Biomass

This pioneering project in the petrochemical industry, the first of ERB (Energias Renováveis do Brasil) in operation in Brazil, will supply clean energy to Dow’s largest unit in the country, in the city of Candeias (State of Bahia) by substituting 1/3 of the natural gas used in the plant. In addition to helping the Company reach its sustainability goals, the initiative aims to ensure the site’s sustainable growth and a 30% reduction in greenhouse gas emissions. In 2014, the biomass energy will produce 1.08 million tons of industrial steam per year, replacing 83 million cubic meters of natural gas used in the plant, generating 108,000 MWh of clean electrical energy that will be exported to the domestic electric system. The Biomass project also brings commercial achievements by providing Dow with more competitiveness through the diversification of its energy matrix and relationship and impacting the local supplier chain. GRI-EN18

“With the ERB partnership, we expect that 75% of Aratu’s energy comes from clean energy. This initiative is aligned with our global goal of using 400 MW by 2025.” Claudia Schaeffer, Director of Energy and Climate Change for Dow for Latin America.
This report was developed based on the demands and information of Dow’s internal and external stakeholders, gathered in engagement workshops and internal consulting sessions, and also represents the evolution of the Company’s understanding about the materiality of GRI indicators and their actions. With this in mind, the content focused this materiality on its strategic pillars, following the guidelines of the Global Reporting Initiative (GRI), version G3, as well as its indicators. Both were selected by Dow Brazil’s Sustainability; Health; Safety & Environment; and Public Relations teams. The online version (www.dowsustentabilidadade.com) includes the complete list of GRI indicators.

Period covered: from January to December, 2013.
Issued on a yearly basis.
Significant changes made to this report: The 2013 report has changes in its format: the 2013 printed version now brings 20 GRI indicators. This change was necessary so that the Company could invest in the change for the G4 version. Accordingly, the Company has already started working with a new materiality matrix to be presented in Dow Brazil 2014 Sustainability Report, to be published in 2015.

GRI 3.1, 3.2, 3.3, 3.5, 3.10, 3.11