

Fehr Richard  
Form 4  
February 14, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
Fehr Richard

2. Issuer Name and Ticker or Trading Symbol  
DEAN FOODS CO [DF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2515 MCKINNEY AVENUE,  
SUITE 1200

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/12/2008

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below)  Other (specify below)  
Senior Vice President / Business Optimization, DSD Grp

(Street)  
DALLAS, TX 75201

4. 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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/12/2008		M		2,400 (1)	A	\$ 0 143,014 D
Common Stock	02/12/2008		F		635 (1)	D	\$ 26.93 142,379 D
Common Stock	02/12/2008		M		1,127 (1)	A	\$ 0 143,506 D
Common Stock	02/12/2008		F		299 (1)	D	\$ 26.93 143,207 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Non-Qualified Stock Option (right to buy-LS001299)	\$ 6.5602					06/04/2000 <sup>(2)</sup>	06/04/2009	Common Stock	40
Non-Qualified Stock Option (right to buy-T0000611)	\$ 6.5602					06/04/2000 <sup>(2)</sup>	06/04/2009	Common Stock	13
Non-Qualified Stock Option (right to buy-DV001089)	\$ 6.5602					06/04/2000 <sup>(2)</sup>	06/04/2009	Common Stock	10
Non-Qualified Stock Option (right to buy-SE001689)	\$ 7.1707					01/04/2001 <sup>(2)</sup>	01/04/2010	Common Stock	12
Non-Qualified Stock Option (right to buy-T0000626)	\$ 7.1707					01/04/2001 <sup>(2)</sup>	01/04/2010	Common Stock	22
Non-Qualified Stock Option (right to buy-DV001062)	\$ 7.1707					01/04/2001 <sup>(2)</sup>	01/04/2010	Common Stock	56
Non-Qualified Stock Option (right to	\$ 7.1707					01/04/2001 <sup>(2)</sup>	01/04/2010	Common Stock	10

Edgar Filing: Fehr Richard - Form 4

buy-DV001056)					
Non-Qualified Stock Option (right to buy-SF002318)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	10
Incentive Stock Option (right to buy-SF002317)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	13
Non-Qualified Stock Option (right to buy-T0000621)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	19
Incentive Stock Option (right to buy-T0000683)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	2
Non-Qualified Stock Option (right to buy-DV001067)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	49
Non-Qualified Stock Option (right to buy-DV001082)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	9
Incentive Stock Option (right to buy-DV001073)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	6
Incentive Stock Option (right to buy-DV001080)	\$ 8.2601	01/22/2002 <sup>(2)</sup>	01/22/2011	Common Stock	1
Non-Qualified Stock Option (right to buy-DF001514)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	11
Incentive Stock Option (right to buy-DF001515)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	4
Non-Qualified Stock Option (right to buy-DF001330)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	75
Non-Qualified Stock Option (right to buy-T0000624)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	21

Incentive Stock Option (right to buy-T0000945)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	9
Non-Qualified Stock Option (right to buy-T0000614)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	13
Non-Qualified Stock Option (right to buy-DV001090)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	54
Incentive Stock Option (right to buy-DV001064)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	2
Non-Qualified Stock Option (right to buy-DV001063)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	35
Non-Qualified Stock Option (right to buy-DV000183)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	9
Incentive Stock Option (right to buy-DV001072)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	4
Non-Qualified Stock Option (right to buy-DV001081)	\$ 11.6934	01/14/2003 <sup>(2)</sup>	01/14/2012	Common Stock	6

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fehr Richard 2515 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201			Senior Vice President	Business Optimization, DSD Grp

## Signatures

Richard Fehr 02/14/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

- The reporting person was entitled to receive a total of 3,527 shares of common stock of the Issuer pursuant to the vesting provisions in the
- (1) 2007 Award of Restricted Stock units ("RSUs"). A total of 934 shares were surrendered to satisfy tax obligations of the reporting person, resulting in the issuance of a total of 2,593 net shares of common stock.
  - (2) The shares of common stock subject to the Option vest ratably in three equal increments commencing on the first anniversary of the grant date.

### Remarks:

FIRST OF THREE (3) FORM 4s FILED ON THIS SAME DATE.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.