DEAN FOODS CO Form 3 January 29, 2008

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement DEAN FOODS CO [DF] McKelvey Gregory A (Month/Day/Year) 01/22/2008 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 12002 AIRPORT WAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person (give title below) (specify below) BROOMFIELD, Â COÂ 80021 Form filed by More than One SVP-Strategy & Marketing Svcs Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) 0 D Â Common Stock Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable	e and	3. Title and A	mount of	4.	5.	6. Nature of
(Instr. 4)	str. 4) Expiration Date		Securities Underlying		Conversion	Ownership	Indirect Beneficial
	(Month/Day/Year)		Derivative Security		or Exercise	Form of	Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
						or Indirect	

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				Shares		(I) (Instr. 5)	
Restricted Stock Units (DU003855)	02/12/2008(1)	02/12/2017	Common Stock	3,000	\$ 0	D	Â
Restricted Stock Units (DV005242)	02/12/2008(1)	02/12/2017	Common Stock	1,409	\$ 0	D	Â
Restricted Stock Units	01/15/2009(1)	01/15/2018	Common Stock	7,000	\$ 0	D	Â
Non-Qualified Stock Option (right to buy-DF902762)	05/02/2006(2)	05/02/2015	Common Stock	16,270	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-DV002737)	05/02/2006(2)	05/02/2015	Common Stock	7,639	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-T0000885)	05/02/2006(2)	05/02/2015	Common Stock	2,998	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-DV002739)	05/02/2006(2)	05/02/2015	Common Stock	1,408	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-NV002738)	05/02/2006(2)	05/02/2015	Common Stock	1	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-TU000302)	05/02/2006(2)	05/02/2015	Common Stock	1	\$ 19.7438	D	Â
Non-Qualified Stock Option (right to buy-DF005371)	02/12/2008(2)	02/12/2017	Common Stock	15,000	\$ 30.1121	D	Â
Non-Qualified Stock Option (right to buy-DV002735)	02/12/2008(2)	02/12/2017	Common Stock	7,043	\$ 30.1121	D	Â
Non-Qualified Stock Option (right to buy)	01/15/2009(2)	01/15/2018	Common Stock	24,000	\$ 25.37	D	Â
Incentive Stock Option (right to buy-DF902761)	05/02/2006(2)	05/02/2015	Common Stock	8,730	\$ 19.7438	D	Â
Incentive Stock Option (right to buy-DV002734)	05/02/2006(2)	05/02/2015	Common Stock	4,099	\$ 19.7438	D	Â
Incentive Stock Option (right to buy-T0001180)	05/02/2006(2)	05/02/2015	Common Stock	1,608	\$ 19.7438	D	Â
Incentive Stock Option (right to buy-DV002738)	05/02/2006(2)	05/02/2015	Common Stock	754	\$ 19.7438	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
McKelvey Gregory A 12002 AIRPORT WAY BROOMFIELD, CO 80021	Â	Â	SVP-Strategy & Marketing Svcs	Â		

Signatures

Gregory A.

McKelvey

**Signature of Reporting Person

O1/29/2008

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 has received an award of Restricted Stock Units ("RSUs") which is a right to receive shares of common stock of the (1) Issuer in the future, subject to the terms and conditions of the RSU Award Agreement. The RSUs vest annually, on a prorata basis, over a three year period beginning on the first anniversary date of the grant.
- (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.

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.

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