

GOOLSBY MICHELLE P  
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 \*  
GOOLSBY MICHELLE P

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  
\_X\_ Officer (give title below) \_\_\_\_\_ Other (specify below)

EVP - Development,

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

DALLAS, TX 75201

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	--------------	--	--

Edgar Filing: GOOLSBY MICHELLE P - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy - DV001361)	\$ 11.6934								01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	6,48
Non-Qualified Stock Option (right to buy - DF002194)	\$ 14.2466								01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	90,4
Non-Qualified Stock Option (right to buy - DV001373)	\$ 14.2466								01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	42,4
Non-Qualified Stock Option (right to buy - T0000610)	\$ 14.2466								01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	16,6
Non-Qualified Stock Option (right to buy - DV001360)	\$ 14.2466								01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	7,82
Non-Qualified Stock Option (right to buy - DF003309)	\$ 17.9107								01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	56,7
Non-Qualified Stock Option (right to buy - DV001377)	\$ 17.9107								01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	26,6
Non-Qualified Stock Option (right to buy - T0000708)	\$ 17.9107								01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	10,4
Non-Qualified Stock Option (right to buy - DV001382)	\$ 17.9107								01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	4,91

Edgar Filing: GOOLSBY MICHELLE P - Form 4

Non-Qualified Stock Option (right to buy - TU000209)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	394
Non-Qualified Stock Option (right to buy - DV001381)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	185
Non-Qualified Stock Option (right to buy - TU000206)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	2,13
Non-Qualified Stock Option (right to buy - DV001380)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	1,00
Non-Qualified Stock Option (right to buy - DF902437)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	50,7
Non-Qualified Stock Option (right to buy - DF902437)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	23,8
Non-Qualified Stock Option (right to buy - T0000700)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	9,35
Non-Qualified Stock Option (right to buy - DV001362)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	4,39
Non-Qualified Stock Option (right to buy - TU000207)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	321
Non-Qualified Stock Option (right to buy - DV001363)	\$ 18.3014	01/07/2006 <sup>(1)</sup>	01/07/2015	Common Stock	151
Non-Qualified Stock Option (right to buy - DF004891)	\$ 25.6821	01/13/2007 <sup>(1)</sup>	01/13/2016	Common Stock	83,3
	\$ 25.6821	01/13/2007 <sup>(1)</sup>	01/13/2016		39,1

Non-Qualified Stock Option (right to buy - DV001365)				Common Stock	
Non-Qualified Stock Option (right to buy - DF005347)	\$ 30.1121	02/12/2008 <sup>(1)</sup>	02/12/2017	Common Stock	42,7
Non-Qualified Stock Option (right to buy - DV001367)	\$ 30.1121	02/12/2008 <sup>(1)</sup>	02/12/2017	Common Stock	20,0
Non-Qualified Stock Option (right to buy)	\$ 25.37	01/15/2009 <sup>(1)</sup>	01/15/2018	Common Stock	85,0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOOLSBY MICHELLE P 2515 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201			EVP - Development,	

## Signatures

Michelle P.  
Goolsby

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).
- (1) 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:

CONTINUATION OF FORM 4 PREVIOUSLY FILED ON THIS DATE, NO TRANSACTIONS REPORTED ON THIS FO

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.