

DEAN FOODS CO
Form 4
July 02, 2008

FORM 4

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

OMB APPROVAL

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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 *
KIRK RONALD

(Last) (First) (Middle)

3700 TRAMMELL CROW
CENTER, 2001 ROSS AVENUE

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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 (A) or (D) Price		
Common Stock	06/30/2008		A		1,108 (1) \$ 0 19,348	D	
Common Stock	06/30/2008		M		850 (2) A \$ 0 20,198	D	
Common Stock	06/30/2008		M		399 (2) A \$ 0 20,597	D	
Common Stock	06/30/2008		M		850 (3) A \$ 0 21,447	D	
Common Stock	06/30/2008		M		399 (3) A \$ 0 21,846	D	

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Common Stock 06/30/2008 M 850 ⁽⁴⁾ A \$ 0 22,696 D

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

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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 Underlying (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy-DF002878)	\$ 18.1003					06/30/2003 ⁽⁵⁾ 06/30/2013	Common Stock
Non-Qualified Stock Option (right to buy-DV002206)	\$ 18.1003					06/30/2003 ⁽⁵⁾ 06/30/2013	Common Stock
Non-Qualified Stock Option (right to buy-T0000783)	\$ 18.1003					06/30/2003 ⁽⁵⁾ 06/30/2013	Common Stock
Non-Qualified Stock Option (right to buy-DV002203)	\$ 18.1003					06/30/2003 ⁽⁵⁾ 06/30/2013	Common Stock
Non-Qualified Stock Option (right to buy-DF003667)	\$ 21.4389					06/30/2004 ⁽⁵⁾ 06/30/2014	Common Stock
Non-Qualified Stock Option (right to buy-DV002201)	\$ 21.4389					06/30/2004 ⁽⁵⁾ 06/30/2014	Common Stock

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Non-Qualified Stock Option (right to buy-T0000793)	\$ 21.4389					06/30/2004 ⁽⁵⁾	06/30/2014	Common Stock
Non-Qualified Stock Option (right to buy-DV002202)	\$ 21.4389					06/30/2004 ⁽⁵⁾	06/30/2014	Common Stock
Non-Qualified Stock Option (right to buy-DF905921)	\$ 23.9808					06/30/2005 ⁽⁵⁾	06/30/2015	Common Stock
Non-Qualified Stock Option (right to buy-DV002204)	\$ 23.9808					06/30/2005 ⁽⁵⁾	06/30/2015	Common Stock
Non-Qualified Stock Option (right to buy-DF005294)	\$ 25.3078					06/30/2006 ⁽⁵⁾	06/30/2016	Common Stock
Non-Qualified Stock Option (right to buy-DV002205)	\$ 25.3078					06/30/2006 ⁽⁵⁾	06/30/2016	Common Stock
Non-Qualified Stock Option (right to buy-DF005999)	\$ 31.87					06/30/2007 ⁽⁵⁾	06/30/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 19.62	06/30/2008		A	7,500	06/30/2008 ⁽⁶⁾	06/30/2018	Common Stock
Restricted Stock Units (DF905932)	\$ 0	06/30/2008		M	<u>850</u> ⁽²⁾	06/30/2006 ⁽⁷⁾	06/30/2015	Common Stock
Restricted Stock Units (DV005402)	\$ 0	06/30/2008		M	<u>399</u> ⁽²⁾	06/30/2006 ⁽⁷⁾	06/30/2015	Common Stock
Restricted Stock Units (DU003820)	\$ 0	06/30/2008		M	<u>850</u> ⁽³⁾	06/30/2007 ⁽⁷⁾	06/30/2016	Common Stock
Restricted Stock Units (DV005206)	\$ 0	06/30/2008		M	<u>399</u> ⁽³⁾	06/30/2007 ⁽⁷⁾	06/30/2016	Common Stock
Restricted Stock Units	\$ 0	06/30/2008		M	<u>850</u> ⁽⁴⁾	06/30/2008 ⁽⁷⁾	06/30/2017	Common Stock

