

DEAN FOODS CO
Form 4
May 14, 2007

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 *
BERNON ALAN J

(Last) (First) (Middle)
2515 MCKINNEY AVENUE,
SUITE 1200
(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)
05/10/2007

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)
President - Dean Dairy Group

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 Reported (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)	Transaction(s) Price			
				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 (Instr. 3)	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 of Underlying Security (Instr. 3 and 4)
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	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	Am
												Nur
												Sha
Non-Qualified Stock Option (right to buy-DF004888)	\$ 25.6821								01/13/2007 ⁽¹⁾	01/13/2016	Common Stock	27
Non-Qualified Stock Option (right to buy-DV000251)	\$ 25.6821								01/13/2007 ⁽¹⁾	01/13/2016	Common Stock	12
Incentive Stock Option (right to buy-DF004887)	\$ 25.6821								01/13/2007 ⁽¹⁾	01/13/2016	Common Stock	2
Incentive Stock Option (right to buy-DV004462)	\$ 25.6821								01/13/2007 ⁽¹⁾	01/13/2016	Common Stock	1
Non-Qualified Stock Option (right to buy-DF005345)	\$ 30.1121								02/12/2008 ⁽¹⁾	02/12/2017	Common Stock	47
Non-Qualified Stock Option (right to buy-DV000250)	\$ 30.1121								02/12/2008 ⁽¹⁾	01/12/2017	Common Stock	22
Incentive Stock Option (right to buy-DF005340)	\$ 30.1121								02/12/2008 ⁽¹⁾	02/12/2017	Common Stock	2
Incentive Stock Option (right to buy-DV000263)	\$ 30.1121								02/12/2008 ⁽¹⁾	02/12/2017	Common Stock	1
Restricted Stock Units (DU000424)	\$ 0								09/19/2006 ⁽²⁾	09/19/2015	Common Stock	13
Restricted Stock Units (DV005410)	\$ 0								09/19/2006 ⁽²⁾	09/19/2015	Common Stock	6
Restricted Stock Units	\$ 0								01/13/2007 ⁽²⁾	01/13/2016	Common Stock	50

