

DEAN FOODS CO
Form 4
April 02, 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 *
NEVARES HECTOR M

(Last) (First) (Middle)
BOLIVIA 33 -- SUITE 303
(Street)

HATO REY, PR 00917

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/31/2008

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)
				(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 (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)

Edgar Filing: DEAN FOODS CO - Form 4

Derivative Security	Code	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
		V	(A) (D)				
Non-Qualified Stock Option (right to buy DF003670)				06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV002988)	\$ 21.4389			06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	3,520
Non-Qualified Stock Option (right to buy T0000796)	\$ 21.4389			06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	1,380
Non-Qualified Stock Option (right to buy DV003001)	\$ 21.4389			06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	640
Non-Qualified Stock Option (right to buy DF905924)	\$ 23.9808			06/30/2005 ⁽¹⁾	06/30/2015	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV002989)	\$ 23.9808			06/30/2005 ⁽¹⁾	06/30/2015	Common Stock	3,520
Non-Qualified Stock Option (right to buy DF005297))	\$ 25.3078			06/30/2006 ⁽¹⁾	06/30/2016	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV002998)	\$ 25.3078			06/30/2006 ⁽¹⁾	06/30/2016	Common Stock	3,520
Non-Qualified Stock Option (right to buy DF006001)	\$ 31.87			06/29/2007 ⁽¹⁾	06/29/2017	Common Stock	7,500

