

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 Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Kroeker Harrauld F.K.		(Month/Day/Year)	DEAN FOODS CO [DF]	
(Last)	(First)	(Middle)	01/22/2008	
2515 MCKINNEY AVENUE		4. Relationship of Reporting Person(s) to Issuer		
(Street)		(Check all applicable)		
DALLAS, TX 75201		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President-DSD Group		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	0	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

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

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				Shares		(I) (Instr. 5)	
Restricted Stock Units (DU003828)	12/01/2007 ⁽¹⁾	12/01/2016	Common Stock	10,000	\$ 0	D	Â
Restricted Stock Units (DV005215)	12/01/2007 ⁽¹⁾	12/01/2016	Common Stock	4,695	\$ 0	D	Â
Restricted Stock Units (DU003837)	02/12/2008 ⁽¹⁾	02/12/2017	Common Stock	10,000	\$ 0	D	Â
Restricted Stock Units (DV005224)	02/12/2008 ⁽¹⁾	02/12/2017	Common Stock	4,695	\$ 0	D	Â
Restricted Stock Units	01/15/2009 ⁽¹⁾	01/15/2018	Common Stock	20,500	\$ 0	D	Â
Non-Qualified Stock Option (right to buy-DF005325)	12/01/2007 ⁽²⁾	12/01/2016	Common Stock	15,000	\$ 29.0914	D	Â
Non-Qualified Stock Option (right to buy-DV002289)	12/01/2007 ⁽²⁾	12/01/2016	Common Stock	7,043	\$ 29.0914	D	Â
Non-Qualified Stock Option (right to buy-DF005943)	02/12/2008 ⁽²⁾	02/12/2017	Common Stock	28,223	\$ 30.1121	D	Â
Non-Qualified Stock Option (right to buy-DV002290)	02/12/2008 ⁽²⁾	02/12/2017	Common Stock	13,251	\$ 30.1121	D	Â
Non-Qualified Stock Option (right to buy)	01/15/2009 ⁽²⁾	01/15/2018	Common Stock	70,000	\$ 25.37	D	Â
Incentive Stock Option (right to buy-DF005353)	02/12/2008 ⁽²⁾	02/12/2017	Common Stock	6,777	\$ 30.1121	D	Â
Incentive Stock Option (right to buy-DV002291)	02/12/2008 ⁽²⁾	02/12/2017	Common Stock	3,182	\$ 30.1121	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kroeker Harrald F.K. 2515 MCKINNEY AVENUE DALLAS, TX 75201	Â	Â	Â	President-DSD Group

Signatures

Harrald F. K.
Kroeker

01/29/2008

Date

Signature of
Reporting Person

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 five 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.
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