

DEAN FOODS CO
Form 4
June 12, 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 *
GREEN STEPHEN L

(Last) (First) (Middle)
105 ROWAYTON AVENUE
(Street)

ROWAYTON, CT 06853

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/10/2008

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)
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Derivative Security	Code	V	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			(A)	(D)				
Non-Qualified Stock Option (right to buy DF003664)					06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV001442)					06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	3,520
Non-Qualified Stock Option (right to buy T0000786)					06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	1,380
Non-Qualified Stock Option (right to buy DV001440)					06/30/2004 ⁽¹⁾	06/30/2014	Common Stock	640
Non-Qualified Stock Option (right to buy DF905918)					06/30/2005 ⁽¹⁾	06/30/2015	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV001429)					06/30/2005 ⁽¹⁾	06/30/2015	Common Stock	3,520
Non-Qualified Stock Option (right to buy DF005291)					06/30/2006 ⁽¹⁾	06/30/2016	Common Stock	7,500
Non-Qualified Stock Option (right to buy DV001430)					06/30/2006 ⁽¹⁾	06/30/2016	Common Stock	3,520
Non-Qualified Stock Option (right to buy DF005996)					06/29/2007 ⁽¹⁾	06/29/2017	Common Stock	7,500

