

DEAN FOODS CO  
Form 4  
May 14, 2007

**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 \*  
BERNON ALAN J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2515 MCKINNEY AVENUE,  
SUITE 1200  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/10/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President - Dean Dairy Group

DALLAS, TX 75201

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

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

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	05/10/2007		P		10,000 A \$ 31.8	D	947,899.1354
Common Stock	05/10/2007		P		2,500 A \$ 31.84	D	950,399.1354
Common Stock	05/10/2007		P		10,000 A \$ 31.86	D	960,399.1354
Common Stock	05/10/2007		P		2,500 A \$ 31.95	D	962,899.1354
Common Stock	05/11/2007		P		2,500 A \$ 31.55	D	965,399.1354
	05/11/2007		P		5,000 A	D	970,399.1354

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Common Stock					\$ 31.65		
Common Stock	05/11/2007	P	1,800	A	\$ 31.73	972,199.1354	D
Common Stock	05/11/2007	P	700	A	\$ 31.74	972,899.1354	D
Common Stock	05/11/2007	P	15,000	A	\$ 31.75	987,899.1354	D

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

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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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code	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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Non-Qualified Stock Option (right to buy-T0000354)	\$ 11.6934					01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	75
Non-Qualified Stock Option (right to buy-DV000254)	\$ 11.6934					01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	35
Non-Qualified Stock Option (right to buy-T0000616)	\$ 11.6934					01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	13
Non-Qualified Stock Option (right to buy-DV000259)	\$ 11.6934					01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	6,

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Non-Qualified Stock Option (right to buy-T0000355)	\$ 11.6934	01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	50,
Non-Qualified Stock Option (right to buy-DV000257)	\$ 11.6934	01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	23,
Non-Qualified Stock Option (right to buy-T0000604)	\$ 11.6934	01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	9,
Non-Qualified Stock Option (right to buy-DV000264)	\$ 11.6934	01/14/2003 <sup>(1)</sup>	01/14/2012	Common Stock	4,
Non-Qualified Stock Option (right to buy-DF002200)	\$ 14.2466	01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	78,
Non-Qualified Stock Option (right to buy-DV000256)	\$ 14.2466	01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	36,
Non-Qualified Stock Option (right to buy-T0000606)	\$ 14.2466	01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	14,
Non-Qualified Stock Option (right to buy-DV000260)	\$ 14.2466	01/06/2004 <sup>(1)</sup>	01/06/2013	Common Stock	6,
Non-Qualified Stock Option (right to buy-TU000143)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	1,
Non-Qualified Stock Option (right to buy-DV000261)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	5,
Non-Qualified Stock Option (right to buy-TU000144)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	1,
	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014		9,

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Non-Qualified Stock Option (right to buy-DV000262)				Common Stock	
Non-Qualified Stock Option (right to buy-DF003299)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	36,
Non-Qualified Stock Option (right to buy-DV000253)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	17,
Non-Qualified Stock Option (right to buy-T0000769)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	6,
Non-Qualified Stock Option (right to buy-DV000258)	\$ 17.9107	01/13/2005 <sup>(1)</sup>	01/13/2014	Common Stock	3,
Non-Qualified Stock Option (right to buy-DF902107)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	23,
Non-Qualified Stock Option (right to buy-DV000249)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	10,
Non-Qualified Stock Option (right to buy-TU000145)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	3,
Non-Qualified Stock Option (right to buy-DV000252)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	1,
Non-Qualified Stock Option (right to buy-T0000797)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	4,
Non-Qualified Stock Option (right to buy-DV000255)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	2,
	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015		3,

Incentive Stock Option (right to buy-DF902106)				Common Stock	
Incentive Stock Option (right to buy-DV004565)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	1,
Incentive Stock Option (right to buy-T0001361)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	3
Incentive Stock Option (right to buy-DV004566)	\$ 18.3014	01/10/2006 <sup>(1)</sup>	01/10/2015	Common Stock	1

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERNON ALAN J 2515 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201	X		President - Dean Dairy Group	

## Signatures

Alan J. Bernon                      05/14/2007  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) The shares of common stock subject to the Option vest ratably in three equal increments commencing on the first anniversary of the grant date.

### Remarks:

CONTINUED ON ADDITIONAL FORM 4 FILED ON THIS SAME DATE.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.