

DEAN FOODS CO  
Form 4  
December 13, 2006

**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

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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 \*  
LLEWELLYN JOHN H JR

(Last) (First) (Middle)

ONE STEAMBOAT LANE

(Street)

HINGHAM, MA 02043

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
12/12/2006

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/12/2006		G	2,750 (1) D \$ 0	24,267	D	
Common Stock	12/12/2006		G	2,800 (2) D \$ 0	21,467	D	
Common Stock	12/12/2006		G	2,750 (1) A \$ 0	2,750	I	Shares transferred to The John S. Llewellyn, Jr. and Mary Martha Llewellyn

2006  
Irrevocable  
Trust.

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 (Instr. 8)	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 or Num of S
Non-Qualified Stock Option (right to buy-DP003380)	\$ 14.5969					05/28/1996 <sup>(3)</sup> 05/28/2007	Common Stock 6,7
Non-Qualified Stock Option (right to buy-TO000839)	\$ 14.5969					06/27/2005 <sup>(3)</sup> 05/28/2007	Common Stock 1,2
Non-Qualified Stock Option (right to buy-DP003381)	\$ 18.5008					06/01/1998 <sup>(3)</sup> 06/01/2008	Common Stock 6,7
Non-Qualified Stock Option (right to buy-TO000840)	\$ 18.5008					06/27/2005 <sup>(3)</sup> 06/01/2008	Common Stock 1,2
Non-Qualified Stock Option (right to buy-DP003382)	\$ 13.9636					06/01/1999 <sup>(3)</sup> 06/01/2009	Common Stock 6,7
	\$ 13.9636					06/27/2005 <sup>(3)</sup> 06/01/2009	1,2

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Non-Qualified Stock Option (right to buy-TO000842)				Common Stock	
Non-Qualified Stock Option (right to buy-DP003383)	\$ 11.8835	06/01/2000 <sup>(3)</sup>	06/01/2010	Common Stock	6,
Non-Qualified Stock Option (right to buy-TO000844)	\$ 11.8835	06/27/2005 <sup>(3)</sup>	06/01/2010	Common Stock	1,
Non-Qualified Stock Option (right to buy-DF002169)	\$ 20.9186	07/01/2002 <sup>(4)</sup>	07/01/2012	Common Stock	22,
Non-Qualified Stock Option (right to buy-TO000648)	\$ 20.9186	06/27/2005 <sup>(4)</sup>	07/01/2012	Common Stock	4,
Non-Qualified Stock Option (right to buy-DF002879)	\$ 26.5986	06/30/2003 <sup>(4)</sup>	06/30/2013	Common Stock	7,
Non-Qualified Stock Option (right to buy-TO000777)	\$ 26.5986	06/27/2005 <sup>(4)</sup>	06/30/2013	Common Stock	1,
Non-Qualified Stock Option (right to buy-DF003668)	\$ 31.5046	06/30/2004 <sup>(4)</sup>	06/30/2014	Common Stock	7,
Non-Qualified Stock Option (right to buy-TO000787)	\$ 31.5046	06/27/2005 <sup>(4)</sup>	06/30/2014	Common Stock	1,
Non-Qualified Stock Option (right to buy-DF905922)	\$ 35.24	06/30/2005 <sup>(4)</sup>	06/30/2015	Common Stock	7,
Non-Qualified Stock Option (right to buy-DF005295)	\$ 37.19	06/30/2006 <sup>(4)</sup>	06/30/2016	Common Stock	7,
	\$ 0	06/30/2005 <sup>(5)</sup>	06/30/2014		8,

