

DEAN FOODS CO
Form 4
July 03, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
TURNER JIM L

(Last) (First) (Middle)

JLT BEVERAGES L.P., 5950
SHERRY LANE STE 370

(Street)

DALLAS, TX 75225

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/29/2007

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 Beneficial 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.

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am
												or Nur of S
Non-Qualified Stock Option (right to buy-SF502508)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	3,
Non-Qualified Stock Option (right to buy-DV003982)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	1, 9
Non-Qualified Stock Option (right to buy-T0700758)	\$ 10.1707 <u>(1)</u>								06/27/2005 ⁽²⁾	06/29/2011	Common Stock	1,
Non-Qualified Stock Option (right to buy-DV003972)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	63
Non-Qualified Stock Option (right to buy-T0500758)	\$ 10.1707 <u>(1)</u>								06/27/2005 ⁽²⁾	06/29/2011	Common Stock	7
Non-Qualified Stock Option (right to buy-DV003984)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	33
Non-Qualified Stock Option (right to buy-SF602508)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	7,
Non-Qualified Stock Option (right to buy-DV003987)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	3, 9
Non-Qualified Stock Option (right to buy-SF402508)	\$ 10.1707 <u>(1)</u>								06/29/2001 ⁽²⁾	06/29/2011	Common Stock	3,

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Non-Qualified Stock Option (right to buy-DV003996)	\$ 10.1707 <u>(1)</u>	06/29/2001 ⁽²⁾	06/29/2011	Common Stock	1, 9
Non-Qualified Stock Option (right to buy-T0600757)	\$ 10.1707 <u>(1)</u>	06/27/2005 ⁽²⁾	06/29/2011	Common Stock	1, 1
Non-Qualified Stock Option (right to buy-DV003988)	\$ 10.1707 <u>(1)</u>	06/29/2001 ⁽²⁾	06/29/2011	Common Stock	63
Non-Qualified Stock Option (right to buy-T0400757)	\$ 10.1707 <u>(1)</u>	06/27/2005 ⁽²⁾	06/29/2011	Common Stock	7
Non-Qualified Stock Option (right to buy-DV003995)	\$ 10.1707 <u>(1)</u>	06/29/2001 ⁽²⁾	06/29/2011	Common Stock	33
Non-Qualified Stock Option (right to buy-DF902174)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	11
Non-Qualified Stock Option (right to buy-DV003980)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	5, 9
Non-Qualified Stock Option (right to buy-T0000760)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	2,
Non-Qualified Stock Option (right to buy-DV003975)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	97
Non-Qualified Stock Option (right to buy-DF802174)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	11
Non-Qualified Stock Option (right to buy-DV003998)	\$ 14.2351 <u>(1)</u>	07/01/2002 ⁽²⁾	07/01/2012	Common Stock	5, 9
		07/01/2002 ⁽²⁾	07/01/2012		2,

Non-Qualified Stock Option (right to buy-T0000759)	\$ 14,235.10 ⁽¹⁾				Common Stock	
Non-Qualified Stock Option (right to buy-DV003991)	\$ 14,235.10 ⁽¹⁾	07/01/2002 ⁽²⁾	07/01/2012		Common Stock	97
Non-Qualified Stock Option (right to buy-DF902883)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	3,
Non-Qualified Stock Option (right to buy-DV003981)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	1, 9
Non-Qualified Stock Option (right to buy-T0001026)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	6
Non-Qualified Stock Option (right to buy-DV003973)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	32
Non-Qualified Stock Option (right to buy-DF802883)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	3,
Non-Qualified Stock Option (right to buy-DV003993)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	1, 9
Non-Qualified Stock Option (right to buy-T0001025)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	6
Non-Qualified Stock Option (right to buy-DV003992)	\$ 18,100.30 ⁽¹⁾	06/30/2003 ⁽²⁾	06/30/2013		Common Stock	32

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TURNER JIM L
JLT BEVERAGES L.P. X
5950 SHERRY LANE STE 370
DALLAS, TX 75225

Signatures

Jim L. Turner 07/03/2007

**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) Due to a special cash dividend of \$15.00, paid by Issuer on April 2, 2007, to shareholders of record on March 27, 2007, the option exercise price and number of shares has been adjusted to maintain the value of the option award, post-dividend.
 - (2) The options were automatically granted under the Issuer's 1997 Amended and Restated Stock Option and Restricted Stock Plan, and are fully vested and immediately exercisable upon grant.

Remarks:

CONTINUED FROM PREVIOUS FORM 4 FILING (2ND FORM 4), TO BE FOLLOWED BY THIRD FORM 4 FILING, A

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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