Kroeker Harrald F.K. Form 4 November 05, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

Kroeker Harrald F.K.

DALLAS, TX 75201

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Issuer Symbol

DEAN FOODS CO [DF]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

2515 MCKINNEY 11/03/2009 **AVENUE, SUITE 1200**

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Director 10% Owner X_ Officer (give title Other (specify below)

President-Fresh Dairy Direct

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

			i cison
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(City)	(State) (Table Table	I - Non-D	erivative (Secur	ities Acqu	iired, Disposed of	, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	spose 4 and (A) or	d of (D) 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)
Common Stock	01/26/2009		Code V L	Amount 59 (1)	(D)	Price \$ 19.76	11,637	D	
Common Stock	03/20/2009		L	15 (1)	A	\$ 19.43	11,652	D	
Common Stock	04/07/2009		L	22 (1)	A	\$ 18.93	11,674	D	
Common Stock	04/16/2009		L	29 (1)	A	\$ 19.92	11,703	D	
Common Stock	05/06/2009		L	15 (1)	A	\$ 18.19	11,718	D	

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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)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitic (Instr. 3 and 4)	
			Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Restricted Stock Units	\$ 0	11/03/2009	A	11,792	11/03/2011(2)	11/03/2019	Common Stock	11,7

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kroeker Harrald F.K. 2515 MCKINNEY AVENUE SUITE 1200 DALLAS, TX 75201

President-Fresh Dairy Direct

Signatures

Marilyn M. Miville, Attorney-in-Fact

**Signature of Reporting Person Date

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) Represents previously unreported small acquisitions in accordance with Rule 16a-6 of the Securities Exchange Act of 1934, as amended.
- The reporting person has received an award of restricted stock units, which is the right to receive shares of Common Stock of the Issuer in the future, subject to the terms and conditions of the award agreement. The units have three year terms, vesting in two equal installments on each of the second and third anniversaries 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. 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.

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