

BERNON ALAN J
Form 4/A
September 27, 2002

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

OMB APPROVAL

FORM 4

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

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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

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| | | | | | | | | |
|---|--|--|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person* Bernon, Alan J. (Last) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol Dean Foods Company (DF) | | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director — <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below) Director and Chief Operating Officer | |
| Dean Northeast, LLC 124 Grove Street | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | 4. Statement for Month/Day/Year September 18, 2002 | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |
| (Street) Franklin, MA 02038 | | | | | 5. If Amendment, Date of Original (Month/Day/Year) September 18, 2002 | | | |
| (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 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|------------------|--|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 09/18/2002 | | J | | 29,740 ⁽¹⁾ | A | 0 ⁽²⁾ | 487,293.538 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported | 10. Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|--|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|--|--|

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| | Year) | Year) | Disposed of (D) | | | | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) |
|---|---------|-------|-------------------|------|---|----------|-------------------|------------------|---------|----------------------------|---------------------------|---------------------------------------|
| | | | (Instr. 3, 4 & 5) | Code | V | (A) | | | | | | |
| Incentive Stock Option (right to buy) | 21.5625 | | | | | 01/22/02 | 01/22/11 | Common Stock | 9,272 | 9,272 | D | |
| Incentive Stock Option (right to buy) | 30.5250 | | | | | 01/14/03 | 01/14/12 | Common Stock | 3,276 | 3,276 | D | |
| Non-Qualified Stock Option (right to buy) | 18.7188 | | | | | 01/04/01 | 01/04/10 | Common Stock | 39,998 | 39,998 | D | |
| Non-Qualified Stock Option (right to buy) | 21.5625 | | | | | 1/22/02 | 01/22/11 | Common Stock | 44,060 | 44,060 | D | |
| Non-Qualified Stock Option (right to buy) | 30.5250 | | | | | 01/14/03 | 01/14/12 | Common Stock | 126,724 | 126,724 | D | |

Explanation of Responses:

(1) The amount previously reported -- 14,870 -- was one-half of the total number of shares released from escrow; the escrowed shares were doubled pursuant to the two-for-one stock split on April 23, 2002.

(2) Release of escrowed shares for the benefit of Alan J. Bernon issued to Alan Bernon Revocable Trust.

By: /s/ Alan J. Bernon

September 27, 2002

Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(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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