

VV Value Vals AG
Form 4
August 09, 2018

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 *
VV Value Vals AG

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)
MITTLAGADA,

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2018

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

VALS, V8 7132

(City) (State) (Zip)

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

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	08/07/2018		P		350,000 (1)	\$ 8.3065 (1)	9,500,000	I	See Notes (2) (3)

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V (A) (D)		Date Exercisable Expiration Date	Title Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VV Value Vals AG MITTLAGADA VALS, V8 7132				
XO Holding AG BAHNHOFSTRASSE 21 CHUR, V8 7001				
Priora Holding AG KANTONSSTRASSE 150 FREIENBACH, V8 8807				
Profectio Beteiligungen AG C/O DR. IUR. MARCO TOLLER BAHNHOFSTRASSE 7 CHUR, V8 7000				
STOFFELpart Asset AG BAHNHOFSTRASSE 21 CHUR, V8 7001				
Stoffel Remo C/O STOFFELPART ASSET AG BAHNHOFSTRASSE 21 CHUR, V8 7001				

Signatures

See Exhibit 99.1 for signatures 08/09/2018

**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) The number of securities reported represents an aggregate number of shares purchased in multiple market transactions over a range of purchase prices. The price reported represents the weighted-average price per share. The Reporting Person undertakes to provide the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares purchased at each separate price within the range. Purchase prices range from \$8.25 to \$8.45 per share, inclusive.

(2) Each of XO Holding AG, as the sole stockholder of VV Value Vals AG, Priora Holding AG, as the sole stockholder of XO Holding AG, Profectio Beteiligungen AG, as the sole stockholder of Priora Holding AG, STOFFELpart Asset AG, as the sole stockholder of Profectio Beteiligungen AG, and Remo Stoffel, as the sole stockholder of STOFFELpart Asset AG, may be deemed to share voting and dispositive power over, and may be deemed to beneficially own, the shares of common stock of the Issuer directly owned by VV Value Vals AG.

(3) Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of such Reporting Person's pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Remarks:

See Exhibit 99.1, Joint Filer Information, incorporated herein by reference.

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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