

Fehr Richard
Form 4
February 14, 2008

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

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 *
Fehr Richard

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)
2515 MCKINNEY AVENUE,
SUITE 1200

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2008

___ Director ___ 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President / Business Optimization, DSD Grp

(Street)
DALLAS, TX 75201

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

(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 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of 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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Underlying S
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(Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy-DF004923)	\$ 25.6821						01/13/2007 ⁽¹⁾	01/13/2016	Common Stock
Incentive Stock Option (right to buy-DF004922)	\$ 25.6821						01/13/2007 ⁽¹⁾	01/13/2016	Common Stock
Non-Qualified Stock Option (right to buy-DV001061)	\$ 25.6821						01/13/2007 ⁽¹⁾	01/13/2016	Common Stock
Incentive Stock Option (right to buy-DV001060)	\$ 25.6821						01/13/2007 ⁽¹⁾	01/13/2016	Common Stock
Restricted Stock Units (DU003752)	\$ 0						01/13/2009 ⁽²⁾	01/13/2016	Common Stock
Restricted Stock Units (DV005428)	\$ 0						01/13/2009 ⁽²⁾	01/13/2016	Common Stock
Non-Qualified Stock Option (right to buy-DF005942)	\$ 30.1121						02/12/2008 ⁽¹⁾	02/12/2017	Common Stock
Incentive Stock Option (right to buy-DF005352)	\$ 30.1121						02/12/2010 ⁽¹⁾	02/10/2017	Common Stock
Non-Qualified Stock Option (right to buy-DV001077)	\$ 30.1121						02/12/2008 ⁽¹⁾	02/12/2017	Common Stock
Incentive Stock Option (right to buy-DV001076)	\$ 30.1121						02/12/2008 ⁽¹⁾	02/12/2017	Common Stock
Restricted Stock Units	\$ 0	02/12/2008		M			02/12/2008 ⁽²⁾	02/12/2017	Common Stock
					2,400				
					⁽³⁾				

(DU003836)

Restricted Stock Units (DV005223)	\$ 0	02/12/2008	M	1,127 (3)	02/12/2008 ⁽²⁾	02/12/2017	Common Stock
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Non-Qualified Stock Option (right to buy-DF006437)	\$ 25.37				01/15/2009 ⁽¹⁾	01/15/2018	Common Stock
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Restricted Stock Units (DU004316)	\$ 0				01/15/2009 ⁽²⁾	01/15/2018	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fehr Richard 2515 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201			Senior Vice President	Business Optimization, DSD Grp

Signatures

Richard Fehr 02/14/2008

**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 shares of common stock subject to the Option vest ratably in three equal increments commencing on the first anniversary of the grant date.
- The reporting person has received an award of Restricted Stock Units ("RSUs") which is a right to receive shares of common stock of the
- (2) Issuer in the future, subject to the terms and conditions of the RSU Award Agreement. The RSUs vest annually, on a prorata basis, over a three year period beginning on the first anniversary date of the grant.
- The reporting person was entitled to receive a total of 3,527 shares of common stock of the Issuer pursuant to the vesting provisions in the
- (3) 2007 Award of Restricted Stock Units ("RSUs"). A total of 934 shares were surrendered to satisfy tax obligations of the reporting person, resulting in the issuance of a total of 2,593 net shares of common stock.

Remarks:

THIRD OF THREE (3) FORM 4s FILED ON THIS SAME 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.