**DEAN FOODS CO** Form 4

June 27, 2008

# FORM 4

#### 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 obligations may continue.

See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person \* TURNER JIM L

> (First) (Middle)

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

(Zin)

(Street)

2. Issuer Name and Ticker or Trading Symbol

#### DEAN FOODS CO [DF]

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

06/25/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

#### **OMB APPROVAL**

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_X\_\_ Director 10% Owner \_ Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

DALLAS, TX 75225 (City) (State)

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	omr Dispos (Instr. 3,	sed of		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	06/25/2008		M	19,578 (1)	A	\$ 11.2299	207,300	D	
Common Stock	06/25/2008		S	2,700	D	\$ 20.5	204,600	D	
Common Stock	06/25/2008		S	1,500	D	\$ 20.51	203,100	D	
Common Stock	06/25/2008		S	1,550	D	\$ 20.525	201,550	D	
Common Stock	06/25/2008		S	50	D	\$ 20.56	201,500	D	

Common Stock	06/25/2008	S	650	D	\$ 20.6	200,850	D	
Common Stock	06/25/2008	S	1,500	D	\$ 20.61	199,350	D	
Common Stock	06/25/2008	S	50	D	\$ 20.62	199,300	D	
Common Stock	06/25/2008	S	2,750	D	\$ 20.655	196,550	D	
Common Stock	06/25/2008	M	19,578 (2)	A	\$ 11.2299	19,578	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	2,700	D	\$ 20.5	16,878	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	1,500	D	\$ 20.51	15,378	Ι	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	1,550	D	\$ 20.525	13,828	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	50	D	\$ 20.56	13,778	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	650	D	\$ 20.6	13,128	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	1,500	D	\$ 20.61	11,628	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	50	D	\$ 20.62	11,578	I	Spouse: Julie Carolyn Turner
Common Stock	06/25/2008	S	2,750	D	\$ 20.655	8,828	I	Spouse: Julie Carolyn Turner

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Secur Acqu or Dis	urities (Month/Day/Year) quired (A) Disposed of  tr. 3, 4,		7. Title and Underlying (Instr. 3 and	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy-SI900786)	\$ 11.2299	06/25/2008		M		11,250 (1)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-DV003965)	\$ 11.2299	06/25/2008		M		5,282 (1)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-T0000752)	\$ 11.2299	06/25/2008		M		2,073 (1)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-DV003966)	\$ 11.2299	06/25/2008		M		973 (1)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-SI800786)	\$ 11.2299	06/25/2008		M		11,250 (2)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-DV003968)	\$ 11.2299	06/25/2008		M		5,282 (2)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-T0000751)	\$ 11.2299	06/25/2008		M		2,073 (2)	06/30/1998(3)	06/30/2008	Common Stock

Non-Qualified Stock Option (right to buy-DV003969)	\$ 11.2299	06/25/2008	M	973 (2)	06/30/1998(3)	06/30/2008	Common Stock
Non-Qualified Stock Option (right to buy-SI901312)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-DV003967)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-SI701312)	\$ 8.0206				06/30/1999 <u>(3)</u>	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-DV003985)	\$ 8.0206				06/30/1999 <u>(3)</u>	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-T0700754)	\$ 8.0206				06/30/1999 <u>(3)</u>	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-DV003976)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-SI801312)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-DV003970)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-SI601312)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-DV003997)	\$ 8.0206				06/30/1999(3)	06/30/2009	Common Stock
	\$ 8.0206				06/30/1999(3)	06/30/2009	

Non-Qualified Stock Option				Common Stock
(right to buy-T0600753)				
Non-Qualified Stock Option (right to buy-DV003990)	\$ 8.0206	06/30/1999(3)	06/30/2009	Common Stock
Non-Qualified Stock Option (right to buy-SI701806)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-DV003986)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-T0700756)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-DV003983)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-SI601806)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-DV003994)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-T0600755)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-DV003989)	\$ 9.3614	06/30/2000(3)	06/30/2010	Common Stock
Non-Qualified Stock Option (right to buy-SF702508)	\$ 10.1707	06/29/2001(3)	06/29/2011	Common Stock
	\$ 10.1707	06/29/2001(3)	06/29/2011	

Non-Qualified Stock Option (right to buy-DV003979) Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
TURNER JIM L							
JLT BEVERAGES L.P.	v						
5950 SHERRY LANE STE 370	X						
DALLAS, TX 75225							

## **Signatures**

Jim L. Turner by Angela Miro as Attorney-in-Fact

06/27/2008

\*\*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).
- Transaction is pursuant to a 10b5-1 Plan, dated May 13, 2008, between the reporting person and Bear Stearns & Co. Inc., acting as agent, to permit the orderly disposition of a portion of the reporting person's holdings of the Issuer's common stock, par value \$0.01 per share.
- Transaction is pursuant to a 10b5-1 Plan, dated May 13, 2008, between the reporting person's spouse and Bear Stearns & Co. Inc., acting (2) as agent, to permit the orderly disposition of a portion of the reporting person's spouse's holdings of the Issuer's common stock, par value \$0.01 per share.
- (3) 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:**

FIRST OF THREE (3) FORM 4s FILED ON 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.

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