

McCRUMMEN RONALD L  
 Form 4  
 February 14, 2007

**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 \*  
 McCRUMMEN RONALD L

(Last) (First) (Middle)  
 2515 MCKINNEY AVENUE, SUITE 1200  
 (Street)

DALLAS,, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 DEAN FOODS CO [DF]

3. Date of Earliest Transaction (Month/Day/Year)  
 02/12/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 SVP & Chief Accounting Officer

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	11,418.281	D	

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)**

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Units (DF902059)	\$ 0					01/07/2006 <sup>(1)</sup> 01/07/2015	Common Stock
Stock Units (TU905692)	\$ 0					01/07/2006 <sup>(1)</sup> 01/07/2015	Common Stock
Restricted Stock Units (DU003759)	\$ 0					01/13/2007 <sup>(1)</sup> 01/13/2016	Common Stock
Restricted Stock Units	\$ 0	02/12/2007		A	7,000	02/12/2008 <sup>(1)</sup> 02/12/2017	Common Stock
Non-Qualified Stock Option (right to buy - DF003693)	\$ 24.9436					10/08/2005 <sup>(2)</sup> 10/08/2014	Common Stock
Non-Qualified Stock Option (right to buy - T0003488)	\$ 24.9436					10/08/2005 <sup>(2)</sup> 10/08/2014	Common Stock
Non-Qualified Stock Option (right to buy - DF902537)	\$ 26.8941					01/07/2006 <sup>(2)</sup> 01/07/2015	Common Stock
Non-Qualified Stock Option (right to buy - T0000891)	\$ 26.8941					01/07/2006 <sup>(2)</sup> 01/07/2015	Common Stock
Non-Qualified Stock Option (right to buy - TU000301)	\$ 26.8941					01/07/2006 <sup>(2)</sup> 01/07/2015	Common Stock
Non-Qualified Stock Option (right to buy - DF004939)	\$ 37.74					01/13/2007 <sup>(2)</sup> 01/13/2016	Common Stock
Non-Qualified Stock Option	\$ 42.25	02/12/2007		A	20,741	02/12/2008 <sup>(2)</sup> 02/12/2017	Common Stock



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- (2) The non-qualified stock options were issued under the Issuer's 1997 Amended and Restated Stock Option and Restricted Stock Plan, and vest annually, on a prorata basis, over a three-year period beginning on the first anniversary of the date of grant.
- (3) The incentive stock options were issued under the Issuer's 1997 Amended and Restated Stock Option and Restricted Stock Plan, and vest annually, on a prorata basis, over a three-year period beginning on the first anniversary of the date of grant.

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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