McPeak Blaine E Form 4 February 17, 2010

FORM 4

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

OMB 3235-0287

OMB APPROVAL

ashington, D.C. 20549

Number: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

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

1(b).

Common

Stock

02/13/2010

(Print or Type Responses)

1. Name and Address of Reporting Person * McPeak Blaine E			2. Issuer Name and Ticker or Trading Symbol DEAN FOODS CO [DF]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (3. Date of Earliest Transaction			(Check all applicable)				
			(Month/Day/Year) 02/13/2010				Director 10% Owner X_ Officer (give title Other (specify below)			
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
DALLAS, TX 75201 (City) (State) (Zip)			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person puired, Disposed of, or Beneficially Owned			
	,					_				
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		on Date, if Transaction(A) or Dis Code (Instr. 3, 4 Day/Year) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/13/2010		Code V M	Amount 3,167 (1)	or (D)	Price \$ 0	(Instr. 3 and 4)	D		

1,090

(1)

D

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

F

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SEC 1474

(9-02)

D

10,487

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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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non Qualified Stock Option (right to buy-DF)	\$ 14.56	02/12/2010		A	28,967		02/12/2011(2)	02/12/2020	Common Stock
Restricted Stock Units	\$ 0	02/12/2010		A	9,820		02/12/2011(3)	02/12/2020	Common Stock
Restricted Stock Units (DU004421)	\$ 0	02/13/2010		M		3,167 (1)	02/13/2010(3)	02/13/2019	Common Stock

Reporting Owners

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Director 10% Owner Officer Other

McPeak Blaine E 2515 MCKINNEY AVENUE SUITE 1200 DALLAS, TX 75201

President-WhiteWave

Signatures

Katherine K. Connell, Attorney-In-Fact

**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).
- The reporting person received a total of 3,167 shares of Common Stock of the Issuer pursuant to the vesting provisions in the award of (1) restricted stock units. A total of 1,090 shares were surrendered to satisfy tax obligations of the reporting person, resulting in the issuance of a total of 2,077 net shares of Common Stock.
- (2) The shares of Common Stock subject to the Option vest annually, on a pro rata basis, over a three year period beginning on the first anniversary of the grant date, subject to the terms and conditions of the award agreement.
- The reporting person has received an award of restricted stock units, which is the right to receive shares of Common Stock of the Issuer in (3) the future, subject to the terms and conditions of the award agreement. The units vest annually, on a pro rata basis, over a three year period beginning on the first anniversary of the grant date, subject to certain accelerated vesting provisions.

Reporting Owners 2

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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.