

DEAN FOODS CO  
Form 8-K  
May 01, 2009  
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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

## FORM 8-K

### CURRENT REPORT

PURSUANT TO SECTION 13 or 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):

May 1, 2009

## Dean Foods Company

(Exact name of registrant as specified in its charter)

Delaware  
(State or other Jurisdiction)

1-12755  
(Commission File Number)

75-2559681  
(IRS Employer)

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of Incorporation)

Identification No.)

2515 McKinney Avenue, Suite 1200

Dallas, Texas 75201

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code:

(214) 303-3400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition**

Attached as Exhibit 99.1 is the earnings release of Dean Foods Company (the Company) for the first quarter of 2009, issued May 1, 2009. This release shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise incorporated by reference into any filing pursuant to the Securities Act of 1933, or the Exchange Act, except as otherwise expressly stated in such filing.

**Item 8.01 Other Events**

On May 1, 2009, the Company announced that it has commenced a public offering of 22,500,000 shares of its common stock. A copy of the Company's press release containing this announcement is attached as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

- 99.1 Earnings Release issued May 1, 2009.
- 99.2 Press Release issued May 1, 2009.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: May 1, 2009

DEAN FOODS COMPANY

By: /s/ Ronald L. McCrummen  
Ronald L. McCrummen  
*Senior Vice President and  
Chief Accounting Officer*

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**EXHIBIT INDEX**

**EXHIBIT**

<b>NUMBER</b>	<b>DESCRIPTION</b>
99.1	Earnings Release issued May 1, 2009.
99.2	Press Release issued May 1, 2009.