## Edgar Filing: DEAN FOODS CO - Form 4

DEAN FOOD	OS CO									
Form 4	011									
<b>CORIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB Number:							ОМВ	PPROVAL 3235-0287		
							rs per			
(Print or Type Re	esponses)									
NEVARES HECTOR M Symbol			er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mi		3. Date of Earliest Transaction (Check					k all applicable)		
BOLIVIA 33	nth/Day/Year) 2/2011				X_ Director 10% Owner Officer (give title Other (specify below) below)					
	nendment, Date Original Ionth/Day/Year)				<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>					
HATO REY,	PR 00917						Form filed by M Person	More than One Ro	eporting	
(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			))	Securities Beneficially Covned Brollowing Covned	5. Ownership Form: Direct D) or Indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
~			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	02/12/2011		М	1,001 (1)	А	\$0	427,217	D		
Common Stock	02/13/2011		М	1,235 (1)	А	\$0	428,452	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transacti Code (Instr. 8)	5. Number on f Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Restricted Stock Units (DU005570)	\$ 0	02/12/2011		М	1,001 (1)	02/12/2011(2)	02/12/2020	Common Stock	1,0 
Restricted Stock Units (DU004394)	\$ 0	02/13/2011		М	1,235 (1)	02/13/2010(2)	02/13/2019	Common Stock	1,2 (

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	or 10% Owner Officer		Other		
NEVARES HECTOR M BOLIVIA 33 SUITE 303 HATO REY, PR 00917	Х					
Signatures						
Richard Stephens, Attorney-In-Fact		02/15/2011				
<u>**</u> 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 reporting person received a total of 2,236 shares of Common Stock of the Issuer pursuant to the vesting provisions in the award of restricted stock units.
- 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(2) the future, subject to the terms and conditions of the award agreement. The restricted stock units vest annually, on a pro rata basis, over a three year period beginning on the first anniversary of the grant 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.