DEAN FOODS CO Form 4 July 05, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31,

OMB APPROVAL

Expires: 2005 Estimated average

0.5

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

06/30/2011

(Print or Type Responses)

1. Name and Address of Reporting Person * DAVIS TOM C		Symbol	2. Issuer Name and Ticker or Trading Symbol DEAN FOODS CO [DF]		5. Relationship of Reporting Person(s) to Issuer			
						(Check all applicable)		
(Last)	(First) (M	iddle) 3. Date of	Earliest Tra	ansaction				
		(Month/D	ay/Year)		_X_ Director		6 Owner	
1700 PACIFIC, SUITE 2660		06/30/20	06/30/2011			ve titleOth below)	er (specify	
	(Street)	4. If Amer	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check		
DALLAS,	TX 75201	Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by Form filed by Person	One Reporting Po		
(City)	(State)	Zip) Table	e I - Non-D	erivative Securities Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				or	Transaction(s)			
			Code V	Amount (D) Price	(Instr. 3 and 4)			

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

M

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

850 (1) A

\$0

20,126

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1. Title of Derivative	2. Conversion	3. Transaction Date		4.	5. Number		ble and	7. Title and A		
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e (Month/Day/Yea s	, ,		Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amour or Number of Shares	
Restricted Stock Uni (DU00436	ts \$ 0	06/30/2011		M	85	0 06/30/2009(2)	06/30/2018	Common Stock	850	

Reporting Owners

Reporting Owner Name / Address	Relationships				
·F····	Director	10% Owner	Officer	Other	
DAVIS TOM C 1700 PACIFIC SUITE 2660 DALLAS, TX 75201	X				

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).
- (1) The reporting person received a total of 850 shares of Common Stock of the Issuer pursuant to the vesting provisions in the awards 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 date of the grant.

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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