

Gonzalez Rachel A  
 Form 3  
 November 15, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Gonzalez Rachel A                       |         | (Month/Day/Year)                     | DEAN FOODS CO [DF]                                 |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 11/07/2012                           |  |  |
| 2711 NORTH HASKELL AVENUE,Â SUITE 3400    |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| DALLAS,Â TXÂ 75204                        |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | Executive Vice President and                       |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 3,818   | D  | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Title   |  |  |   |

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|  | Expiration Date           |            | Amount or Number of Shares |          | or Indirect (I) (Instr. 5) |   |
|--|---------------------------|------------|----------------------------|----------|----------------------------|---|
| Non-Qualified Stock Option (right to buy-DF006479) | 06/02/2009 <sup>(1)</sup> | 06/02/2018 | Common Stock<br>4,100      | \$ 21.06 | D                          | Â |
| Non-Qualified Stock Option (right to buy-DF006823) | 02/13/2010 <sup>(1)</sup> | 02/13/2019 | Common Stock<br>4,875      | \$ 20.07 | D                          | Â |
| Non-Qualified Stock Option (right to buy-DF007122) | 02/12/2011 <sup>(2)</sup> | 02/12/2020 | Common Stock<br>14,484     | \$ 14.56 | D                          | Â |
| Non-Qualified Stock Option (right to buy-DF007306) | 02/18/2012 <sup>(2)</sup> | 02/18/2021 | Common Stock<br>20,485     | \$ 10.35 | D                          | Â |
| Non-Qualified Stock Option (right to buy-DF007356) | 02/17/2013 <sup>(2)</sup> | 02/17/2022 | Common Stock<br>26,307     | \$ 12.07 | D                          | Â |
| Restricted Stock Units (DU004355)                  | 06/02/2009 <sup>(3)</sup> | 06/02/2018 | Common Stock<br>270        | \$ 0     | D                          | Â |
| Restricted Stock Units (DU004982)                  | 02/12/2011 <sup>(4)</sup> | 02/12/2020 | Common Stock<br>1,636      | \$ 0     | D                          | Â |
| Restricted Stock Units (DU005629)                  | 02/18/2012 <sup>(5)</sup> | 02/18/2021 | Common Stock<br>10,352     | \$ 0     | D                          | Â |
| Restricted Stock Units (DU005680)                  | 02/17/2013 <sup>(6)</sup> | 02/17/2022 | Common Stock<br>18,467     | \$ 0     | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                      |       |
|--|---------------|-----------|--------------------------------------|-------|
|  | Director      | 10% Owner | Officer                              | Other |
| Gonzalez Rachel A<br>2711 NORTH HASKELL AVENUE<br>SUITE 3400<br>DALLAS, TX 75204 | Â             | Â         | Â Executive<br>Vice President<br>and | Â     |

## Signatures

Katherine K. Connell,  
Attorney-In-Fact

11/15/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) The shares of Common Stock subject to the Option are fully vested.
- (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 the future, subject to the terms and conditions of the award agreement. The remaining units subject to the award will vest on June 2, 2013, subject to certain accelerated vesting provisions contained in the award agreement.
- (3) 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 the future, subject to the terms and conditions of the award agreement. The remaining units subject to the award will vest on February 12, 2013.

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 the future, subject to the terms and conditions of the award agreement. The remaining units subject to the award will vest in equal installments on February 18, 2013 and February 18, 2014.
- (4) 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 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.
- (5) 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 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.
- (6) 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 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.

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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