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Form 4/A											
April 25, 2005	Л	D STATES	SECUR	ITIFS A	ND FX('HAI	NGE	COMMISSION	т	PPROVAL	
		DSIAIL		hington,			UL	COMMINISSION	OMB Number:	3235-0287	
Check this if no longer subject to Section 16. Form 4 or	r STATI	x STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							burden hou	Expires:January 31 2009Estimated average burden hours per response0.5	
Form 5 obligations may contin <i>See</i> Instruc 1(b).	Section 1	7(a) of the		ility Hold	ling Com	pany	Act o	ge Act of 1934, of 1935 or Sectic 40	on		
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> KIRK RONALD			2. Issuer Name and Ticker or Trading Symbol DEAN FOODS CO/ [DF]				g	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)		Earliest Tra				(Chee	ck all applicable	e)	
GARDERE V SEWELL, 16 SUITE 3000		EET,	(Month/Da 03/31/20	-				X Director Officer (give below)		6 Owner er (specify	
(Street) 4. If Amendment, Date Or Filed(Month/Day/Year) 04/04/2005			-	ginal 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person							
DALLAS, TX	X 75201		04/04/20	105				Form filed by Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) o of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	12/31/2005			А	668 <u>(1)</u>		\$ 0 (2)	4,250 <u>(1)</u>	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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Non-Qualified Stock Option (right to buy)	\$ 31.5					06/30/2003 <u>(3)</u>	06/30/2013	Common Stock	7,50
Non-Qualified Stock Option (right to buy) (5)	\$ 37.31					06/30/2004 <u>(3)</u>	06/30/2014	Common Stock	7,50
Deferred Stock Units	\$ 0					06/30/2004 <u>(4)</u>	06/30/2013	Common Stock	850
Deferred Stock Units (5)	\$ 0					06/30/2005(4)	06/30/2014	Common Stock	2,55

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
KIRK RONALD GARDERE WYNNE SEW 1601 ELM STREET, SUIT DALLAS, TX 75201		Х						
Signatures								
Ron Kirk	04/25/2	005						
**Signature of	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) Amended to change the number of shares from 646 to 668 (due to an error in calculation of the number of shares) which also changes the Amount of Securities Beneficially Owned Following Reported Transaction.
- (2) These are restricted shares issued under the Issuer's 1997 Stock Option and Restricted Stock Plan in payment of fees owed for services as an independent director. All such shares are subject to a three-year vesting period, with the first vesting occurring as of the date the shares

Reporting Person

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were issued.

(3) The options were automatically granted under the Issuer's 1997 Amended and Restated Stock Option and Restricted Stock Plan, and are fully vested and immediately exercisable upon grant.

The reporting person has received an award of Deferred Stock Units ("DSUs") which is a right to receive shares of common stock of the

- (4) Issuer in the future, subject to the terms and conditions of the DSU Award Agreement. The DSUs vest annually, on a prorata basis, over a three-year period beginning on the first anniversary of the date of grant.
- (5) Amended to change this item to a "Holding" since the transaction was previously reported.

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.