

Braun C Shay  
 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 Braun C Shay		(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)
			SVP, Procurement &	
				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	0	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-DF006300)	01/15/2009 <sup>(1)</sup>	01/15/2018	Common Stock	8,200	\$ 25.37	D Â
Non-Qualified Stock Option (right to buy-DF006301)	01/15/2009 <sup>(1)</sup>	01/15/2018	Common Stock	9,500	\$ 25.37	D Â
Non-Qualified Stock Option (right to buy-DF006735)	02/13/2010 <sup>(1)</sup>	02/13/2019	Common Stock	10,000	\$ 20.07	D Â
Non-Qualified Stock Option (right to buy-DF007144)	02/12/2011 <sup>(2)</sup>	02/12/2020	Common Stock	9,656	\$ 14.56	D Â
Non-Qualified Stock Option (right to buy-DF007287)	02/18/2012 <sup>(2)</sup>	02/18/2021	Common Stock	11,380	\$ 10.35	D Â
Non-Qualified Stock Option (right to buy-DF007361)	02/17/2013 <sup>(2)</sup>	02/17/2022	Common Stock	19,730	\$ 12.07	D Â
Restricted Stock Units (DU004181)	01/15/2009 <sup>(3)</sup>	01/15/2018	Common Stock	540	\$ 0	D Â
Restricted Stock Units (DU004182)	01/15/2009 <sup>(3)</sup>	01/15/2018	Common Stock	200	\$ 0	D Â
Restricted Stock Units (DU005004)	02/12/2011 <sup>(4)</sup>	02/12/2020	Common Stock	1,091	\$ 0	D Â
Restricted Stock Units (DU005610)	02/18/2012 <sup>(5)</sup>	02/18/2021	Common Stock	8,626	\$ 0	D Â
Restricted Stock Units (DU005685)	02/17/2013 <sup>(6)</sup>	02/17/2022	Common Stock	13,850	\$ 0	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Braun C Shay 2711 NORTH HASKELL AVENUE SUITE 3400 DALLAS, TX 75204	Â	Â	Â SVP, Procurement &	Â

## Signatures

Carman M. Callahan,  
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).

(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.

(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 1/15/2013, subject to certain accelerated vesting provisions contained in the award agreement.

(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 remaining units subject to the award will vest on 2/12/2013.

(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 remaining units subject to the award will vest in equal installments on 2/18/2013 and 2/18/2014.

(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.

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.