

CALADO MIGUEL M
Form 4
March 07, 2003

FORM 4

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

OMB APPROVAL

☒ Check this box if no
longer subject to Section 16.
Form 4 or Form 5
obligations may continue.
See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

Filed By
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Section 16 Filer
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1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol				6. Relationship of Reporting Person(s)		
Calado, Miguel M.			Dean Foods Company (DF)				to Issuer (Check all applicable)		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)				4. Statement for Month/Day/Year February 10, 2003		
2515 McKinney Avenue, Suite 1200									
(Street)			5. If Amendment, Date of Original (Month/Day/Year)				7. 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		
Dallas, TX 75201									
(City) (State) (Zip)			Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	02/10/03		J V	Amount	(A) or (D)	Price			
				3112	A	\$32.1300 ⁽¹⁾	30,742.723	D	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Year)	Year)	Disposed of (D) (Instr. 3, 4 & 5)			Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
					Code	V (A) (D)								
Incentive Stock Option (right to buy)	\$21.5625						01/22/02	01/22/11	Common Stock	9,316		9,316	D	
Incentive Stock Option (right to buy)	\$30.5250						01/14/03	01/14/12	Common Stock	3,276		3,276	D	
Non-Qualified Stock Option (right to buy)	\$21.5625						01/22/02	01/22/11	Common Stock	40,684		40,684	D	
Non-Qualified Stock Option (right to buy)	\$24.5000						07/31/99	07/31/08	Common Stock	50,000		50,000	D	
Non-Qualified Stock Option (right to buy)	\$30.5250						01/14/03	01/14/12	Common Stock	56,724		56,724	D	

Explanation of Responses:

(1) Shares were purchased with bonus dollars deferred pursuant to the Company's Executive Deferred Compensation Plan at a 15% discount off the market price at the time of purchase. Shares are subject to restrictions as described in the plan and are subject to vesting over a two year period beginning on the first anniversary of the purchase date.

By: /s/ **Miguel M. Calado**
March 7, 2003

Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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