CALADO MIGUEL M

Form 4 March 07, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

02/10/03		J	V	3112	A	\$32.1300 <u>0</u>	30,742	.723 D)			
	Year)				or (D)		Transactions(s) (Instr. 3 & 4)	Ì				
Year)	(Month/Day/	Code	V	Amount	(A)	Price	ing Reported	(I)		(Instr. 4)		
(Month/ Day/	if any	(Instr. 8	3)		Í		Owned Follow-		rect	Ownership		
Date	Date,	Code		•			Beneficially			Beneficial		
					_	(11) OI	Securities Securities			Indirect		
				ľ				1		7. Nature of		
(City) (State) (Zip)					-Deriv	· · · ·						
								Form filed by More than One				
									ad by	Mora than Ona		
201						(Mont	h/Day/Year)		Form filed by One Reporting			
							_		Check Applicable Line)			
(Street)									Individual or Joint/Group Filing			
<u> </u>									esident-International			
								Executive	Vice	President and		
2515 McKinney Avenue, Suite 1200				, , , , , , , , , , , , , , , , , , , ,	,			Other (spe	Other (specify below)			
0515 McKinney Avenue Suite 1200									X Officer (give title below)			
(First) (I	viiddie)								10% Owner			
	V4: 1 II >	2.10	СТ	1	N.T.			an applicable)				
134		Dean	F 00	as Compa	ny (Di	r)			heck	all applicable)		
1. Name and Address of Reporting Person*						ymboi	6. Relationship of Reporting					
	(Street) 201 2. Transaction Date (Month/ Day/	(Street) (Street) (Street) 201 (State) (Zip) 2. Trans-action Execution Date (Month/ Day/Year) (Month/Day/Year)	(Street) 201 (Street) (State) (Zip) 2. Transaction Execution Date (Month/Day/Year) (Month/Day/Year) (Sirst) (Middle) 3. I.R. of Repair and St. I.R. of Re	(Street) 201 (Street) (Street) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Street) Dean Food of Reporting an entity of	(Street) 201 (Street) (Street) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Date Nord (Middle) 3. I.R.S. Identification of Reporting Person, if an entity (voluntary data) 3. I.R.S. Identification of Reporting Person, if an entity (voluntary data) 3. I.R.S. Identification of Reporting Person, if an entity (voluntary data) 3. I.R.S. Identification of Reporting Person, if an entity (voluntary data) 4. Security data (Instr. 8) (Instr. 8)	Dean Foods Company (Disposed of (D)) (Street) (Street) (Street) (Strans-action Date (Month/Day/Year) (Month/Day/Year) (Middle) 3. I.R.S. Identification Num of Reporting Person, if an entity (voluntary) 3. I.R.S. Identification Num of Reporting Person, if an entity (voluntary) 3. I.R.S. Identification Num of Reporting Person, if an entity (voluntary) 3. I.R.S. Identification Num of Reporting Person, if an entity (voluntary) 3. I.R.S. Identification Num of Reporting Person, if an entity (voluntary) 4. Securities Acc action Disposed of (D) (Instr. 8) (Month/Day/Year) Code V Amount (A) or (D)	Dean Foods Company (DF) Pl M. (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) (Street) 5. If A Date of (Monte) (Street) 2. Trans-action Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Street) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. State Of Reporting Person, if an entity (voluntary) 5. If A Date of (Month/Day/State) (Instr. 3, 4 & 5) (Instr. 3, 4 & 5) (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Code V Amount (A) Price or (D)	Dean Foods Company (DF) Part Code Cod	Person(s) to Issuer (6 (First) (Middle) (Street) (Street) (Street) (State) (State) (Zip) Table I Non-Derivative Securities Acquired, Disposed of, or Iaction Executive President: (Month/Day/Year) (State) (Zip) Table I Non-Derivative Securities Acquired, Disposed of, or Iaction Executive President: (A) or Securities (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 & 5) Beneficially Owned Follow- (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)	Person(s) to Issuer (Check Director Index Owner Suite 1200 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Day/Year February 10, 2003 5. If Amendment, Date of Original (Month/Day/Year) (Street) 5. If Amendment, Date of Original (Month/Day/Year) (Month/Day/Year) 7. Individual or (Check Applical Month/Day/Year) Person(s) to Issuer (Check Director Index Other (specify be President-Inter X Officer (give Other (specify be President-Inter X Form filed by Person Leave Internation Person Leave Internation Person Leave Internation Person Internation Internation Person Internation Internation Internation Person Internation Person Internation Person Internat		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., nuts, calls, warrants, ontions, convertible securities)

_	(c.g., puts, cuits, warrants, options, convertible securities)												
	1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natur	
Ì	Derivative	sion or	Trans-	Deemed	Trans-	Number	rand Expiration	Amount of	Derivative	Derivative	Owner-	of Indire	
,	Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficia	
	,	Price of	Date	Date,	Code	Derivati	i(Melonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh	
((Instr. 3)	Derivative	1 '	if any	1 '	Securition	(Year)	(Instr. 3 & 4)	1	Owned	of Deriv-	(Instr. 4)	
	,	Security	(Month/	(Month/	(Instr.	Acquire	μ '		1	Following	ative	1	
	, ,	1	Day/	Day/	8)	(A) or	1	1	1	Reported	Security:	1	

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

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		Year)	Year)		of (I	isposo (D) nstr. 4 &	ed				Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
				Code	V (A	A) (D)		Expira- tion Date	Title	Amount or Number of Shares			
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

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).