

GOOLSBY MICHELLE P
Form 4
March 28, 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).

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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

Filed By
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1. Name and Address of Reporting Person* Goolsby, Michelle P. (Last) (First) (Middle) 2515 McKinney Avenue, Suite 1200 (Street) Dallas, TX 75201 (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol Dean Foods Company (DF)		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year March 27, 2003		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director — <input type="checkbox"/> 10% Owner — <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below) Executive Vice President, Chief Administrative Officer, General Counsel and Secretary	
				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			

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/27/03		S		3,037	D	\$43.2066	6,987.134	D	
Common Stock	03/27/03		M		2,400	A	\$17.6875	9,387.134	D	
Common Stock	03/27/03		S		2,400	D	\$43.2066	6,987.134	D	
Common Stock	03/27/03		M		4,636	A	\$21.5625	11,623.134	D	
Common Stock	03/27/03		S		4,636	D	\$43.2066	6,987.134	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 Disposed of (D) (Instr. 3, 4 & 5)		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 Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Name of Indirect Beneficial Owner (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$21.5625	03/27/03		M		4,636		01/22/02	01/22/11	Common Stock	4,636		4,680	D	
Incentive Stock Option (right to buy)	\$30.5250							01/14/05	01/14/12	Common Stock	3,276		3,276	D	
Non-Qualified Stock Option (right to buy)	\$17.1250							06/04/00	06/04/09	Common Stock	10,000		10,000	D	
Non-Qualified Stock Option (right to buy)	\$17.6875	03/27/03		M		2,400		01/29/00	01/29/09	Common Stock	2,400		0	D	
Non-Qualified Stock Option (right to buy)	\$18.7188							01/04/01	01/04/10	Common Stock	58,668		58,668	D	
Non-Qualified Stock Option (right to buy)	\$21.5625							01/22/02	01/22/11	Common Stock	70,684		70,684	D	
Non-Qualified Stock Option (right to buy)	\$24.5000							08/28/99	08/28/08	Common Stock	50,000		50,000	D	
Non-Qualified Stock Option (right to buy)	\$30.5250							01/14/03	01/14/12	Common Stock	126,724		126,724	D	

Explanation of Responses:

By: /s/ Michelle P. Goolsby

March 27, 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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