Mailloux J Wayne Form 4 February 26, 2019

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Mailloux J Wayne

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

DEAN FOODS CO [DF]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

X\_ Director 10% Owner Officer (give title Other (specify

C/O DEAN FOODS COMPANY, 2711 NORTH HASKELL AVENUE, SUITE 3400

(State)

(Zip)

(Street) 4. If Amendment, Date Original

02/24/2019

6. Individual or Joint/Group Filing(Check Applicable Line)

tivo Commities Assuin

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

DALLAS, TX 75204

(City)

(,)	()	Table	e I - Non-Do	erivative S	Securi	ities Ac	quirea, Disposea	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or		Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common			Code 1	2,168	(D)	11100			
	02/24/2019		M	(1)	A	\$0	128,972	D	
Stock				(1)					
Common	00/06/00/0			2,074		Φ.0	121 016	_	
Stock	02/26/2019		M	(2)	Α	\$ 0	131,046	D	

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

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#### 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. 3. Transaction Date Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)				5. Number iomf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (3) (4)	\$ 0	02/24/2019		M		2,168 (1)	<u>(4)</u>	<u>(4)</u>	Common Stock	2,168 (1)	\$
Restricted Stock Units (3) (5)	\$ 0	02/26/2019		M		2,074 (2)	<u>(5)</u>	<u>(5)</u>	Common Stock	2,074 (2)	\$

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b></b>	Director	10% Owner	Officer	Other	
Mailloux J Wayne C/O DEAN FOODS COMPANY 2711 NORTH HASKELL AVENUE, SUITE 3400 DALLAS, TX 75204	X				

## **Signatures**

Kay F. Stockler 02/26/2019 Attorney-in-Fact

\*\*Signature of Reporting Person 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).
- The Reporting Person received a total of 2,168 shares of Common Stock of the Issuer pursuant to the vesting of restricted stock units (RSUs).
- (2) The Reporting Person received a total of 2,074 shares of Common Stock of the Issuer pursuant to the vesting of RSUs.
- (3) RSUs convert into common stock on a one-for-one basis.
- (4) These RSUs were awarded on 2/24/2017. The award vests annually, on a pro rata basis, over a 3-year period.
- (5) These RSUs were awarded on 2/26/2016. The award vests annually, on a pro rata basis, over a 3-year period.

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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