

DOLE FOOD CO INC

Form 4

July 26, 2012

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MURDOCK DAVID H

(Last) (First) (Middle)

**C/O DOLE FOOD COMPANY,
INC., ONE DOLE DRIVE**

(Street)

WESTLAKE VILLAGE, CA 91362

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DOLE FOOD CO INC [DOLE]

3. Date of Earliest Transaction
(Month/Day/Year)
07/24/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☒ 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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount (A) or (D)	Price			
Common Stock	07/24/2012		P		105,800 (1)	A \$ 9.6685	40,030,886	I	Trust (2)
Common Stock	07/25/2012		P		173,000 (3)	A \$ 10.4487	40,203,886	I	Trust (2)
Common Stock							11,784,914	I	Castle and Cooke Holdings, Inc. (4)

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficial Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title or Number of Shares	

Reporting Owner Name / Address

Director 10% Owner Officer Other

X X Chairman

X

/s/ Jeffrey Conner, attorney-in-fact for David H. Murdock	07/26/2012
**Signature of Reporting Person	Date

/s/ Jeffrey Conner, attorney-in-fact for David H. Murdock Living Trust, dated May 28, 1986,
as amended

07/26/2012

**Signature of Reporting Person

Date

* 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).

- ## Reporting Owners

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in 3 transactions at \$9.66; 794 shares in 2 transactions at \$9.65; 100 shares in 1 transaction at \$9.64; 1200 shares in 2 transactions at \$9.63; 500 shares in 1 transaction at \$9.62; 15370 shares in 6 transactions at \$9.61; 4489 shares in 2 transactions at \$9.60; 1580 shares in 1 transaction at \$9.59; 200 shares in 1 transaction at \$9.58; 630 shares in 1 transaction at \$9.57; 100 shares in 1 transaction at \$9.56; 300 shares in 1 transaction at \$9.55.

- (2) These shares are owned directly by the Trust and indirectly by Mr. Murdock as sole trustee and beneficiary of the Trust

The Trust purchased 173000 shares on the open market on July 25, 2012 at an average price of \$10.4487 per share, as follows, reported in the following format: number of shares - price per share: 1100-\$10.67; 100-\$10.66; 500-\$10.64; 300-\$10.63; 1200-\$10.58; 10000-\$10.57; 100-\$10.56; 2400-\$10.55; 700-\$10.54; 1800-\$10.53; 2100-\$10.52; 5988-\$10.51; 18393-\$10.50; 5012-\$10.49; 15090-\$10.48;

- (3) 14685-\$10.47; 13238-\$10.46; 20844-\$10.45; 5190-\$10.44; 9870-\$10.43; 2755-\$10.42; 2096-\$10.41; 4003-\$10.40; 6210-\$10.39; 2451-\$10.38; 1100-\$10.37; 2387-\$10.36; 3200-\$10.35; 2500-\$10.34; 1671-\$10.33; 3503-\$10.32; 1400-\$10.31; 1200-\$10.30; 2600-\$10.29; 1400-\$10.28; 1014-\$10.27; 1300-\$10.26; 2550-\$10.25; 100-\$10.24; 700-\$10.20; 100-\$10.15; 150-\$10.14. Each of the above was in a single transaction except that there were 2 transactions at \$10.58.

- (4) These shares are owned directly by Castle and Cooke Holdings, Inc. and indirectly by Mr. Murdock and the Trust

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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