

DOLE FOOD CO INC
Form 4
August 15, 2012

FORM 4

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

OMB APPROVAL

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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

(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)
08/13/2012

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 | | | | | 11,784,914 | I | Castle and Cooke Holdings, Inc. ⁽¹⁾ |
| Common Stock | 08/13/2012 | | P | <u>(2)</u> 124,030 A \$ 12.4918 | 42,258,847 | I | Trust ⁽³⁾ |
| Common Stock | 08/14/2012 | | P | <u>(4)</u> 360,698 A \$ 12.4736 | 43,619,545 | I | Trust ⁽³⁾ |
| Common Stock | 08/15/2012 | | P | <u>(5)</u> 362,500 A \$ 12.4275 | 43,982,045 | I | Trust ⁽³⁾ |

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

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(9-02)

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, 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 Owned Beneficially (Instr. 3, 4, and 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| MURDOCK DAVID H C/O DOLE FOOD COMPANY, INC. ONE DOLE DRIVE WESTLAKE VILLAGE, CA 91362 | X | X | Chairman | |
| David H. Murdock Living Trust, dated May 28, 1986, as amended C/O DOLE FOOD COMPANY, INC. ONE DOLE DRIVE WESTLAKE VILLAGE, CA 91362 | | X | | |

Signatures

/s/ C. Michael Carter, attorney-in-fact for David H. Murdock 08/15/2012
 __Signature of Reporting Person Date

/s/C. Michael Carter, attorney-in-fact for David H. Murdock Living Trust, dated May 28, 1986, as amended 08/15/2012
 __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).

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- (1) These shares are owned directly by Castle and Cooke Holdings, Inc. and indirectly by Mr. Murdock and the Trust
- (2) Number of shares - price per share: 98412-\$12.50; 4400-12.49; 2111-12.48; 6507-12.47; 2700-12.46; 900-12.45; 5868-12.44; 2139-12.43; 993-12.42. Each was 1 transaction except 2 transactions at \$12.50, 12.44.
- (3) These shares are owned directly by the Trust and indirectly by Mr. Murdock as sole trustee and beneficiary of the Trust
Number of shares - price per share: 283388-\$12.50; 1512-12.49; 300-12.48; 22773-12.40; 16027-12.39; 3387-12.38; 3800-12.37;
- (4) 8714-12.36; 3700-12.35; 16212-12.34; 485-12.33; 400-12.32. Each was 1 transaction except: 4 transactions at each of \$12.50, 12.39; 3 transactions at 12.37; and 2 transactions at 12.38.
Number of shares - price per share: 201350-\$12.45; 3,200-\$12.44; 11800-\$12.43; 4140-\$12.42; 10697-\$12.41; 93919-\$12.40;
- (5) 21451-\$12.39; 11374-\$12.38; 2485-\$12.37; 1984-\$12.36; 100-\$12.35. Each was 1 transaction except 3 transactions at \$12.43; and 2 transactions at each of \$12.41, \$12.40.

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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