

DOLE FOOD CO INC

Form 4

August 08, 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

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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)
08/06/2012

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)
Common Stock				(A) or (D)	Price		Castle and Cooke Holdings, Inc. ⁽¹⁾
Common Stock	08/06/2012		P	189,900 ⁽²⁾	A \$ 12.3489	41,422,786 I	Trust ⁽³⁾
Common Stock	08/07/2012		P	313,000 ⁽⁴⁾	A \$ 12.4208	41,735,786 I	Trust ⁽³⁾
Common Stock	08/08/2012		P	286,600 ⁽⁵⁾	A \$ 12.4442	42,022,386 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 Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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	08/08/2012
__Signature of Reporting Person	Date
/s/C. Michael Carter, attorney-in-fact for David H. Murdock Living Trust, dated May 28, 1986, as amended	08/08/2012
__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

Number of shares - price per share: 5900-\$12.50; 1700-12.49; 3900-12.48; 4909-12.47; 600-12.46; 3600-12.45; 6300-12.44; 91-12.43; 7100-12.42; 100-12.41; 10216-12.40; 7054-12.39; 1200-12.38; 4430-12.37; 20800-12.35; 19400-12.34; 18445-12.33; 8222-12.32; 8580-12.31; 23294-12.30; 11416-12.29; 10869-12.28; 3931-12.27; 3698-12.26; 2983-12.25; 262-12.24; 900-12.23. Each was 1 transaction except 2 transactions at \$12.48, 12.40, 12.39, 12.33.

- (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: 45700-\$12.50; 28500-12.49; 13400-12.48; 8800-12.47; 18107-12.46; 11793-12.45; 8600-12.44;

- (4) 3800-12.43; 13800-12.42; 9400-12.41; 16166-12.40; 22800-12.39; 25200-12.38; 19999-12.37; 17201-12.36; 32082-12.35; 11852-12.34; 2300-12.33; 1900-12.32; 1600-12.31. Each was 1 transaction except 2 transactions at \$12.50, 12.49, 12.45, 12.44, 12.38, 12.35, 12.34.

Number of shares - price per share: 32722-\$12.50; 55913-12.49; 29310-12.48; 43892-12.47; 24146-12.46; 23048-12.45; 4158-12.44;

- (5) 2411-12.43; 6200-12.42; 10500-12.41; 6521-12.40; 5809-12.39; 1500-12.38; 4898-12.37; 1000-12.36; 470-12.35; 2102-12.34; 1393-12.33; 3907-12.32; 700-12.31; 3547-12.30; 4800-12.29; 100-12.28; 5100-12.27; 200-12.26; 7600-12.25; 3400-12.24; 100-12.23; 738-12.22; 415-12.13. Each was 1 transaction except 2 transactions at \$12.50, 12.49, 12.48, 12.47, 12.46.

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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