

DOLE FOOD CO INC
Form 4
July 26, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(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 or 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.

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SEC 1474 (9-02)

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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. 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 and 4)
				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/ 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, 2986, as amended 07/26/2012
 **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).
- (1) The David H. Murdock Living Trust, dated May 28, 1986, as amended ("Trust"), purchased 105800 shares on the open market on July 24, 2012 at an average price of \$9.6685 per share, as follows: 28996 shares in 3 transactions at \$9.71; 1735 shares in 4 transactions at \$9.70; 24375 shares in 5 transactions at \$9.69; 13331 shares in 3 transactions at \$9.68; 9700 shares in 7 transactions at \$9.67; 2400 shares

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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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