

WHIRLPOOL CORP /DE/

Form 4

March 17, 2005

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

OMB APPROVAL

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 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 *
DICAMILLO GARY T

(Last) (First) (Middle)

**TAC WORLDWIDE CO., 888
 WASHINGTON ST**

(Street)

DEDHAM, MA 02026-2834

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
 Symbol

WHIRLPOOL CORP /DE/ [WHR]

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

03/15/2005

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)

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 Ownership (Instr. 4)
				(A) or (D)			
Common Stock			Code V Amount	Price	4,800	D ⁽¹⁾	
Common Stock					371.622 ⁽²⁾	D	

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

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 information contained in this form are not
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	(3)							(3)	(3)	Common	600
Stock Options	(4)							(4)	(4)	Common	600
Phantom Stock under Non-Employee Dir. Stock Owner. Plan	(5)	03/15/2005		A	(5)	19.19		(5)	(5)	Common	(5)
Stock Options	(6)							(6)	(6)	Common	600
Stock Options	(7)							(7)	(7)	Common	600
Stock Options	(8)							(8)	(8)	Common	600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICAMILLO GARY T TAC WORLDWIDE CO. 888 WASHINGTON ST DEDHAM, MA 02026-2834	X			

Signatures

/s/ Robert T.
Kenagy

03/17/2005

**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) 1,000 shares are held in the name of the undersigned's broker.

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- (2) As of 12/15/04, the latest date for which information is reasonably available, there are 371.6220 shares held for the account of the undersigned pursuant to the Whirlpool Automatic Dividend Reinvestment Plan.
- (3) Stock option awarded on 4/28/98 at the option price of \$50.92 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (4) Stock option awarded on 4/20/99 at the option price of \$61.75 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
Grant of 19.19 phantom shares of common stock ("dividend equivalents") based on original grant of 280 phantom shares deferred under the Nonemployee Director Stock Ownership Plan. This grant of deferred compensation is payable upon retirement from the Board of Directors. As of 3/15/05, 2,937.52 total phantom shares deferred which includes dividend equivalents earned in phantom restricted stock.
- (5) Stock option awarded on 4/18/00 at the option price of \$46.21 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (6) Stock option awarded on 4/15/03 at the option price of \$64.69 per share. All shares are currently exercisable six months and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (7) Stock option awarded on 4/20/04 at the option price of \$50.98 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (8)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.