HEMPEL KATHLEEN J

Form 4 June 16, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HEMPEL KATHLEEN J Issuer Symbol WHIRLPOOL CORP /DE/ [WHR] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Other (specify Officer (give title 4591 SIGNATURE DRIVE 06/15/2006 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MIDDLETON, WI 53562 Person (City)

(State)	(Zip)	Table I. Non-Derivative Securities Acquired Disposed of or Beneficially Owner
(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)		5. Amount of Securities Beneficially	Form: Direct	7. Nature of Indirect Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	(Instr. 3, 4 and 5) (A) or Amount (D) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common					7 218	D (1)	

Stock

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	2 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number ion Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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
Phantom Stock under Non-Employee Dir. Stock Owner. Plan	<u>(2)</u>	06/15/2006		A(2)	20.58	<u>(2)</u>	<u>(2)</u>	Common	<u>(2)</u>
Stock Options	(3)					<u>(3)</u>	(3)	Common	600
Stock Options	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common	600
Stock Options	<u>(5)</u>					(5)	<u>(5)</u>	Common	600
Stock Options	<u>(6)</u>					(6)	(6)	Common	600
Stock Options	<u>(7)</u>					<u>(7)</u>	<u>(7)</u>	Common	600
Stock Options	<u>(8)</u>					<u>(8)</u>	(8)	Common	600
Stock Options	<u>(9)</u>					<u>(9)</u>	<u>(9)</u>	Common	1,589
Stock Options	<u>(10)</u>					(10)	(10)	Common	1,131

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HEMPEL KATHLEEN J 4591 SIGNATURE DRIVE MIDDLETON, WI 53562	X					

Signatures

/s/ Robert T.
Kenagy

**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)

Reporting Owners 2

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The execution and filing of this report shall not be construed as an admission that for the purpose of Section 16 of the Securities and Exchange Act of 1934 the undersigned is the beneficial owner of 400 of the 800 shares held in joint tenancy by the undersigned and Mr. Hempel.

- Grant of 20.58 phantom shares of common stock ("dividend equivalents") based on original deferral of 1,059 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 06/15/06, 3,942.50 total phantom shares deferred, which includes dividend equivalents earned in phantom restricted stock.
- (3) Stock option awarded on 4/16/96 at the option price of \$50.27 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 4/28/98 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.
- (5) 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.
- 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.
- (7) Stock option awarded on 4/15/03 at the option price of \$64.69 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) Stock option awarded on 04/20/04 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.
- Stock option awarded on 04/19/05 at the option price of \$64.73 per share under the Nonemployee Director Equity Plan. All shares are currently exercisable and will expire either 20 years from the award date or the second anniversary of the date the Director ceases being a Director.
- Stock option awarded on 04/18/06 at the option price of \$90.90 per share under the Nonemployee Director Equity Plan. All shares will become exercisable six months after the award date. The expiration date is either 20 years from the award date or the second anniversary of the date the Director ceases being a Director.

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.