### Edgar Filing: WHIRLPOOL CORP /DE/ - Form 4

WHIRLPOOL	CORP /DE/	/							
Form 4	2006								
September 19,									PPROVAL
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSI Washington, D.C. 20549						COMMISSION		3235-0287	
Check this box if no longer subject to Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNERSHI SECURITIES				Expires: January 31 2005 Estimated average burden hours per	
Form 5 obligations may contin <i>See</i> Instruc 1(b).	ue. Section	17(a) of the	Public Ut	ility Hold	ling Com		ge Act of 1934, of 1935 or Sectio 40	response	0.5
(Print or Type Re	sponses)								
			2. Issuer Name <b>and</b> Ticker or Trading Symbol WHIRLPOOL CORP /DE/ [WHR]			5. Relationship of Reporting Person(s) to Issuer			
(Last)				(Cheo	ck all applicable	e)			
4591 SIGNATURE DRIVE			(Month/Day/Year) 09/15/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
MIDDLETO	N, WI 53562						Form filed by M Person	More than One Ro	eporting
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securities Ac	quired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Yo	ear) Executi any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	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					mount		7,218	D (1)	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transactio Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day,	ate	7. Title and A Underlying S (Instr. 3 and	Securities
				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>	09/15/2006		A <u>(2)</u>	19.13	(2)	(2)	Common	(2)
Stock Options	<u>(3)</u>					(3)	(3)	Common	600
Stock Options	<u>(4)</u>					(4)	(4)	Common	600
Stock Options	<u>(5)</u>					(5)	(5)	Common	600
Stock Options	<u>(6)</u>					(6)	(6)	Common	600
Stock Options	<u>(7)</u>					(7)	(7)	Common	600
Stock Options	<u>(8)</u>					(8)	(8)	Common	600
Stock Options	<u>(9)</u>					(9)	(9)	Common	1,589
Stock Options	<u>(10)</u>					(10)	(10)	Common	1,131

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# **Reporting Owners**

Reporting Owner Name / Addre	\$\$	Relationships						
	Director	10% Owner	Officer	Other				
HEMPEL KATHLEEN J 4591 SIGNATURE DRIVE MIDDLETON, WI 53562	Х							
Signatures								
/s/ Robert T. Kenagy	09/19/2006							

<u>\*\*</u>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)

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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 19.13 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

- (2) under the Nonemployee Director Stock Ownership Plan. This grant of deferred compensation is payable upon retrienent from the Board of Directors. As of 09/15/06, 3,961.63 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.
- (6) 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
 (9) 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

(10) 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.