MARSH MILES L
Form 4
March 20, 2006

FORM 4

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

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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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARSH MILES L

(Last) (First) (Middle)

965 E. DEERPATH RD.

(Street)

LAKE FOREST, IL 60045

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WHIRLPOOL CORP /DE/ [WHR]

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock								7,977	D (1)	
Common Stock	03/15/2006		J(2)	V	38.1586	A	(2)	1,244.2217 (3)	D	

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)

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. De Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock under Non-Employee Dir. Stock Owner. Plan	(4)							(4)	(4)	Common	(4)	
Stock Options	(5)							(5)	(5)	Common	600	
Stock Options	(6)							(6)	(6)	Common	600	
Stock Options	(7)							(7)	(7)	Common	600	
Stock Options	(8)							(8)	(8)	Common	600	
Stock Options	(9)							(9)	(9)	Common	600	
Stock Options	(10)							(10)	(10)	Common	600	
Stock Options	(11)							(11)	(11)	Common	600	
Stock Options	(12)							(12)	(12)	Common	600	
Stock Options	(13)							(13)	(13)	Common	1,589	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARSH MILES L 965 E. DEERPATH RD. LAKE FOREST, IL 60045	X			

Signatures

/s/ Robert T. Kenagy	03/20/2006
**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)	1,350 shares are held in the name of the undersigned's broker.
(2)	The securities herein were acquired on 03/15/06 pursuant to the Plan indicated in Column 6 at $88.160458 per share in transactions exempt from Section 16(b) pursuant to Rule 16(b)-3(c).
(3)	As of 03/15/06, there are 1,244.221704 shares held for the account of the undersigned pursuant to the Whirlpool Corporation Automatic Dividend Reinvestment Plan.
(4)	2,240 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 03/15/06, 5,316.32 total phantom shares deferred, which includes dividend equivalents earned in phantom restricted stock.
(5)	Stock option awarded on 4/20/93 at the option price of $44.50 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 4/19/94 at the option price of $48.94 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 4/16/96 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.
(8)	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.
(9)	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.
(10)	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.
(11)	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.
(12)	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.
(13)	Stock option awarded on 04/19/05 at the option price of $64.73 per share. 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.

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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