

WHIRLPOOL CORP /DE/
Form 3
October 03, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol |
| Â Drummond Jose A Jr | (Month/Day/Year) | WHIRLPOOL CORP /DE/ [WHR] |
| (Last) (First) (Middle) | 10/01/2008 | |
| | | 4. Relationship of Reporting Person(s) to Issuer |
| | | 5. If Amendment, Date Original Filed(Month/Day/Year) |

WHIRLPOOL CORPORATION,Â 2000 M-63N
(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

BENTON HARBOR,Â MIÂ 49022
(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 12,817 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|--------------------------------------|------------------|-----------------|----------------------------|----------------------------|
| Restricted Stock Units | Â (1) | 02/01/2010 | Common 2,300 | \$ (1) D Â |
| Restricted Stock Units | Â (2) | 01/01/2012 | Common 1,000 | \$ (2) D Â |
| Restricted Stock Units | Â (3) | 06/19/2014 | Common 10,000 | \$ (3) D Â |
| Restricted Stock Units | Â (4) | 02/20/2009 | Common 2,270 | \$ (4) D Â |
| Restricted Stock Units | Â (5) | 02/19/2010 | Common 1,573 | \$ (5) D Â |
| Employee Stock Option (Right to Buy) | Â (6) | 02/20/2016 | Common 3,707 | \$ 89.16 D Â |
| Employee Stock Option (Right to Buy) | Â (7) | 02/19/2017 | Common 3,832 | \$ 94.47 D Â |
| Employee Stock Option (Right to Buy) | Â (8) | 02/19/2018 | Common 6,725 | \$ 88.49 D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Drummond Jose A Jr WHIRLPOOL CORPORATION 2000 M-63N BENTON HARBOR, MI 49022 | Â | Â | Â Executive Vice President | Â |

Signatures

/s/ Daniel F. Hopp, Attorney-in-Fact 10/03/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Each restricted stock unit represents the right to receive one share of Whirlpool common stock. Restricted stock units will vest and convert one-for-one to shares on February 1, 2010.
- (2) Each restricted stock unit represents the right to receive one share of Whirlpool common stock. Restricted stock units will vest and convert one-for-one to shares on January 1, 2012.
- (3) Each restricted stock unit represents the right to receive one share of Whirlpool common stock. Restricted stock units will vest and convert one-for-one to shares - 50% on June 19, 2010 and 50% on June 19, 2014.
- (4) Each restricted stock unit represents the right to receive one share of Whirlpool common stock. Restricted stock units will vest and convert one-for-one to shares on February 20, 2009.
- (5) Each restricted stock unit represents the right to receive one share of Whirlpool common stock. Restricted stock units will vest and convert one-for-one to shares on February 19, 2010.
- (6) The option is exercisable in three equal annual installments. The first installment became exercisable on February 20, 2007, with the second installment becoming exercisable on February 20, 2008. The final installment becomes exercisable on February 20, 2009.

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- (7) The option is exercisable in three equal annual installments. The first installment became exercisable on February 19, 2008, and the next two installments become exercisable on February 19, 2009 and February 19, 2010.
- (8) The option is exercisable in three equal annual installments. One third will become exercisable on February 19, 2009, one third on February 19, 2010 and the final one third on February 19, 2011.

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.