WHIRLPOOL CORP /DE/

Form 4

September 19, 2006

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average

OMB APPROVAL

burden hours per response...

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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

LANGBO ARNOLD G

2. Issuer Name and Ticker or Trading Symbol

WHIRLPOOL CORP /DE/ [WHR]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 09/15/2006

X Director Officer (give title below)

10% Owner Other (specify

189 UPPER SPRING RD.

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

Person

STOWE, VT 05672

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I)

Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(Month/Day/Year)

7,525

 $D^{(1)}$

Common Stock

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.

SEC 1474 (9-02)

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

Edgar Filing: WHIRLPOOL CORP /DE/ - Form 4

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. Transactic 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(2)	23.43	(2)	(2)	Common	<u>(2)</u>
Stock Options	<u>(3)</u>					(3)	(3)	Common	600
Stock Options	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common	600
Stock Options	<u>(5)</u>					(5)	(5)	Common	600
Stock Options	<u>(6)</u>					<u>(6)</u>	<u>(6)</u>	Common	600
Stock Options	<u>(7)</u>					<u>(7)</u>	<u>(7)</u>	Common	600
Stock Options	<u>(8)</u>					(8)	(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			
LANGBO ARNOLD G 189 UPPER SPRING RD. STOWE, VT 05672	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) 6,934 shares are held in the name of the undersigned's broker.

Reporting Owners 2

Edgar Filing: WHIRLPOOL CORP /DE/ - Form 4

- Grant of 23.43 phantom shares of common stock ("dividend equivalents") based on original deferral of 1,805 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 09/15/06, 4,851.38 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 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.