

WHIRLPOOL CORP /DE/
Form 4
May 31, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAIN HERMAN

(Last) (First) (Middle)

**THE NEW VOICE, INC., 825
FAIRWAYS COURT**

(Street)

STOCKBRIDGE, GA 30281

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | 05/30/2006 | | M ⁽¹⁾ | 600 A \$ 90.04 | 8,426 | D | ⁽⁹⁾ |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | 600 D \$ 44.5 | 7,826 | D | ⁽⁹⁾ |
| Common Stock | 05/30/2006 | | M ⁽²⁾ | 89 A \$ 90.04 | 7,915 | D | ⁽⁹⁾ |
| Common Stock | 05/30/2006 | | M ⁽²⁾ | 511 A \$ 90 | 8,426 | D | ⁽⁹⁾ |
| Common Stock | 05/30/2006 | | S ⁽²⁾ | 600 D \$ 48.94 | 7,826 | D | ⁽⁹⁾ |

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| | | | | | | | |
|--------------|------------|------------------|-------|---|----------|----------|-------------------|
| Common Stock | 05/30/2006 | M ⁽³⁾ | 600 | A | \$ 90 | 8,426 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽³⁾ | 600 | D | \$ 50.27 | 7,826 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | M ⁽⁴⁾ | 600 | A | \$ 90 | 8,426 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽⁴⁾ | 600 | D | \$ 50.92 | 7,826 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | M ⁽⁵⁾ | 600 | A | \$ 90 | 8,426 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽⁵⁾ | 600 | D | \$ 61.75 | 7,826 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | M ⁽⁶⁾ | 600 | A | \$ 90 | 8,426 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽⁶⁾ | 600 | D | \$ 46.21 | 7,826 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | M ⁽⁷⁾ | 600 | A | \$ 90 | 8,426 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽⁷⁾ | 600 | D | \$ 64.69 | 7,826 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | M ⁽⁸⁾ | 1,589 | A | \$ 90 | 9,415 | D ⁽⁹⁾ |
| Common Stock | 05/30/2006 | S ⁽⁸⁾ | 1,589 | D | \$ 64.73 | 7,826 | D ⁽⁹⁾ |
| Common Stock | | | | | | 690.0513 | D ⁽¹⁰⁾ |

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

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(9-02)

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. Price of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|

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- (3) Cashless stock option exercise for 600 share options granted on 04/16/1996 at the option price of \$50.27 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (4) Cashless stock option exercise for 600 share options granted on 04/28/1998 at the option price of \$50.92 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (5) Cashless stock option exercise for 600 share options granted on 04/20/1999 at the option price of \$61.75 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (6) Cashless stock option exercise for 600 share options granted on 04/18/2000 at the option price of \$46.21 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (7) Cashless stock option exercise for 600 share options granted on 04/15/2003 at the option price of \$64.69 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (8) Cashless stock option exercise for 1,589 share options granted on 04/19/2005 at the option price of \$64.73 per share. Immediate sale through broker of the options. All shares were currently exercisable, and would have expired 20 years from the date of grant.
- (9) 5,808 shares are held in the name of the undersigned's broker.
- (10) As of 03/15/06, the latest date for which information is reasonably available, there are 690.051277 shares held for the account of the undersigned pursuant to the Whirlpool Corporation Automatic Dividend Reinvestment Plan.
- (11) Stock option awarded on 04/18/2006 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.