

WHIRLPOOL CORP /DE/
Form 3
October 18, 2016

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 Lovechio Joseph A | | (Month/Day/Year) | WHIRLPOOL CORP /DE/ [WHR] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 10/10/2016 | | |
| 2000 N M-63 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | |
| BENTON | | | VICE PRESIDENT AND CONTROLLER | |
| HARBOR,Â MIÂ 49022 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 2,000 | D | Â |
| Common Stock | 382.776 | I | 401(k) Stock Fund |

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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------|----------------------------|-----------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | Â (1) | 02/17/2024 | Common | 180 | \$ 138.56 | D | Â |
| Employee Stock Option (Right to Buy) | Â (2) | 02/16/2025 | Common | 568 | \$ 213.23 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 02/15/2026 | Common | 1,210 | \$ 132.19 | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common | 53 | \$ (4) | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Common | 22 | \$ (5) | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common | 110 | \$ (6) | D | Â |
| Restricted Stock Units | Â (7) | Â (7) | Common | 4,000 | \$ (7) | D | Â |
| Restricted Stock Units | Â (8) | Â (8) | Common | 284 | \$ (8) | D | Â |
| Deferred Restricted Stock Units | Â (9) | Â (9) | Common | 825,935 | \$ (9) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lovechio Joseph A 2000 N M-63 BENTON HARBOR, MI 49022 | Â | Â | Â VICE PRESIDENT AND CONTROLLER | Â |

Signatures

/s/ Bridget K. Quinn,
Attorney-in-Fact

10/18/2016

**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) The option, granted on February 17, 2014, with respect to 548 shares, became exercisable in three substantially equal annual installments beginning on February 17, 2015.
 - (2) The option, granted on February 16, 2015, became exercisable in three substantially equal annual installments beginning on February 16, 2016.
 - (3) The option, granted on February 15, 2016, becomes exercisable in three substantially equal annual installments beginning on February 15, 2017.
 - (4) The restricted stock units, granted on February 17, 2014, in the amount of 166 restricted stock units, vest in three equal installments beginning on February 17, 2015. The remaining restricted stock units will vest and convert one-for-one to shares on February 17, 2017.
 - (5) The restricted stock units, granted on May 1, 2014, in the amount of 69 restricted stock units, vest in three equal installments beginning on May 1, 2015. The remaining restricted stock units will vest and convert one-for-one to shares on May 1, 2017.

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- The restricted stock units, granted on February 16, 2015, in the amount of 169 restricted stock units, vest in three equal installments
- (6) beginning on February 16, 2016. The remaining restricted stock units will vest and convert one-for-one to shares as follows: one-third of the original grant on February 16, 2017 and one-third of the original grant on February 16, 2018.
 - (7) The restricted stock units, granted on February 16, 2015, will vest on February 16, 2018 and convert one-for-one to shares.
 - (8) The restricted stock units, granted on February 15, 2016, will vest and convert one-for-one to shares as follows: one-third of the original grant on February 15, 2017, one-third of the original grant on February 15, 2018, and one-third of the original grant on February 15, 2019.
 - (9) As of 09/15/2016, the latest date for which information is reasonably available, there are 825.9350 units held in the Executive Deferred Stock Plan II account of the reporting person. Each unit represents the right to receive one share of common stock.

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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