

Drummond Jose A Jr
Form 4
April 30, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

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 *
Drummond Jose A Jr

(Last) (First) (Middle)

WHIRLPOOL CORPORATION, 2000 M-63N

(Street)

BENTON HARBOR, MI 49022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

WHIRLPOOL CORP /DE/ [WHR]

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

04/28/2010

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)

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

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 or Price		
Common Stock	04/28/2010		M		2,471 A \$ 89.16	D	
Common Stock	04/28/2010		S		2,471 D \$ 105.7638 (1)	D	
Common Stock	04/28/2010		M		3,832 A \$ 94.47	D	
Common Stock	04/28/2010		S		3,832 D \$ 105.7638 (1)	D	
	04/28/2010		M		4,506 A \$ 88.49	D	

Edgar Filing: Drummond Jose A Jr - Form 4

Common Stock							
Common Stock	04/28/2010		S	4,506	D	\$ 105.7638 <u>(1)</u>	18,960 D
Common Stock	04/28/2010		M	7,496	A	\$ 31.82	26,456 D
Common Stock	04/28/2010		S	7,496	D	\$ 105.7638 <u>(1)</u>	18,960 D
Common Stock	04/28/2010		S	5,000	D	\$ 110	13,960 D

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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 89.16	04/28/2010		M	2,471	<u>(2)</u>	02/20/2016	Common	2,471
Employee Stock Option (Right to Buy)	\$ 94.47	04/28/2010		M	3,832	<u>(3)</u>	02/19/2017	Common	3,832
Employee Stock Option	\$ 88.49	04/28/2010		M	4,506	<u>(4)</u>	02/19/2018	Common	4,506

(Right to Buy)

Employee Stock

Option \$ 31.82 04/28/2010 M 7,496 02/16/2010 02/16/2019 Common 7,496

(Right to Buy)

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			Executive Vice President	

Signatures

/s/ Daniel F. Hopp,
Attorney-in-Fact

04/30/2010

**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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$105.50 to \$106.16, inclusive. The reporting person undertakes to provide to Whirlpool Corporation, any security holder of Whirlpool Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (1) The options vested in three equal installments on 02/20/2007, 02/20/2008 and 02/20/2009.
 - (2) The options vested in three equal installments on 02/19/2008, 02/19/2009 and 02/19/2010.
 - (3) The options vested in three equal installments on 02/19/2008, 02/19/2009 and 02/19/2010.
 - (4) The options vested on 02/19/2009 and 02/19/2010.

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.