Darrell Bracken Form 4 February 21, 2012

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287 Number:

5. Relationship of Reporting Person(s) to

Issuer

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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.

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

Darrell Bracken

1. Name and Address of Reporting Person \*

See Instruction

			WHIRLPOOL CORP /DE/ [WHR]  3. Date of Earliest Transaction (Month/Day/Year) 02/16/2012					(Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specify below)  EXECUTIVE VICE PRESIDENT				
(Last) (First) (Middle)  WHIRLPOOL CORPORATION, 2000 M-63N												
					ndment, Day/Yea	_	.1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
	1.Title of Security (Instr. 3)	any		med on Date, if Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			od of (D) 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)		
	Common Stock	02/16/2012			A <u>(1)</u>	7,529	A	<u>(1)</u>	18,615	D		
	Common Stock	02/16/2012			F	2,706	D	\$ 70.66	15,909	D		
	Common Stock								177.0994 (2)	D		
	Common Stock								255.652	I	401(k) Stock	

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

Fund

#### Edgar Filing: Darrell Bracken - Form 4

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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. Transacti Code (Instr. 8)	5. Number on 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. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	02/16/2012		M	7,529	<u>(1)</u>	<u>(1)</u>	Common	7,529	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Darrell Bracken WHIRLPOOL CORPORATION 2000 M-63N BENTON HARBOR, MI 49022

**EXECUTIVE VICE PRESIDENT** 

## **Signatures**

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

02/21/2012

\*\*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) Vesting of restricted stock unit award for the 2009 performance period made under the Whirlpool Corporation Omnibus Stock and Incentive Plan in a transaction exempt under Rule 16b-3.
- As of 12/15/2011, the latest date for which information is reasonably available, there are 177.0994 shares held in the account of the undersigned pursuant to the broker-administered dividend reinvestment plan.

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.

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