

WHIRLPOOL CORP /DE/

Form 4

May 11, 2017

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bitzer Marc R

(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)

05/09/2017

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)  
PRES & CHIEF OPERATING OFFICER

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)
Common Stock	02/23/2017		G	V 2,500 D \$ 0	50,322	I	By trust for reporting person
Common Stock	03/02/2017		G	V 11,590 D \$ 0	0	D	
Common Stock	03/02/2017		G	V 11,590 A \$ 0	61,912	I	By trust for reporting person
	05/09/2017		M	12,500 A \$ 132.19	12,500	D	

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Common  
Stock

Common Stock	05/09/2017	S	10,800	D	\$ 183.7306 (1)	1,700	D
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Common Stock	05/09/2017	S	1,700	D	\$ 184.6706 (2)	0	D
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Common Stock	05/10/2017	M	8,024	A	\$ 132.19	8,024	D
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Common Stock	05/10/2017	S(3)	6,814	D	\$ 183.8036 (4)	1,210	D
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Common Stock	05/09/2017	G	V	300	D	\$ 0	61,612	I	By trust for reporting person
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Common Stock	05/09/2017	G	V	300	A	\$ 0	632	I	By trust for immediate family members
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Common Stock						762.843	I	401(k) Stock Fund
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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.**

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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 Underlying Securities (Instr. 3 and 4)
	\$ 132.19	05/09/2017		M	12,500	02/15/2017(5)	Common

## Stock

(Right to

Buy)

M

8,024	02/15/2017 <sup>(5)</sup>	02/15/2026	Common	8,024
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## Relationships

Director    10% Owner    Officer

Other

WHIRLPOOL CORPORATION

2000 M-63N

BENTON HARBOR, MI 49022

X

PRES & CHIEF OPERATING OFFICER

## /s/ Bridget K. Quinn,

### Attorney-in-Fact

05/11/2017

**\*\*Signature of Reporting Person**

Date \_\_\_\_\_

\* 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 purchased in multiple transactions at prices ranging from \$183.38 to \$184.34, 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 purchased at each separate price within the ranges set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$184.52 to \$184.68, 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 purchased at each separate price within the ranges set forth in this footnote.

(3) Represents sales to cover the option exercise price and associated tax withholding obligation on acquisition of 1,210 shares.

(4) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$183.8028 to \$183.82, 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 purchased at each separate price within the ranges set forth in this footnote

(5) Remaining options will vest and become exercisable in two equal installments on 02/15/2018 and 02/15/2019.

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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