Bitzer Marc R Form 4 May 17, 2013

FORM 4

if no longer

Section 16.

Form 4 or

subject to

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

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Middle)

1(b).

(Last)

2000 M-63N

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005 Estimated average

burden hours per response... 0.5

(Print or Type Responses)

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

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

WHIRLPOOL CORP /DE/ [WHR]

3. Date of Earliest Transaction

(Month/Day/Year) 05/15/2013

(Check all applicable)

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

PRESIDENT WHIRLPOOL NA

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BENTON HARBOR, MI 49022

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securionor Dispo (Instr. 3,	sed of 4 and (A) or	` ′	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	05/15/2013		M	6,216	A	\$ 89.16	40,473	D	
Common Stock	05/15/2013		S	6,216	D	\$ 130.2479 (1)	34,257	D	
Common Stock	05/16/2013		M	716	A	\$ 89.16	34,973	D	
Common Stock	05/16/2013		S	716	D	\$ 130.2378 (2)	34,257	D	
	05/16/2013		M	9,341	A	\$ 88.49	43,598	D	

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Common Stock								
Common Stock	05/16/2013	S	9,341	D	\$ 130.2378 (2)	34,257	D	
Common Stock	05/17/2013	M	2,255	A	\$ 88.49	36,512	D	
Common Stock	05/17/2013	S	2,255	D	\$ 130.1617 (3)	34,257	D	
Common Stock						25,372	I	By trust for reporting person
Common Stock						7,140	I	By trusts for immediate family members
Common Stock						706.018	I	401(k) Stock Fund
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474								

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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	Transaction Derivative Code Securities		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 Options (Right to	\$ 89.16	05/15/2013		M		6,216	02/20/2007	02/20/2016	Common	6,216

Buy)								
Employee Stock Option (Right to Buy)	\$ 89.16	05/16/2013	M	716	02/20/2007	02/20/2016	Common	716
Employee Stock Option (Right to Buy)	\$ 88.49	05/17/2013	M	9,341	02/19/2009	02/19/2018	Common	9,341
Employee Stock Option (Right to Buy)	\$ 88.49	05/17/2013	M	2,255	02/19/2009	02/19/2018	Common	2,255

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Bitzer Marc R 2000 M-63N

PRESIDENT WHIRLPOOL NA

BENTON HARBOR, MI 49022

Signatures

/s/ Bridget K. Quinn Attorney-in-Fact 05/17/2013

**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 \$130.10 to \$130.44, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$130.00 to \$130.52, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$130.03 to \$130.29, 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.

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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