

Nochowitz Matthew
 Form 3
 August 07, 2018

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

OMB APPROVAL

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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 Nochowitz Matthew | | (Month/Day/Year) | WHIRLPOOL CORP /DE/ [WHR] | |
| (Last) | (First) | (Middle) | 08/01/2018 | |
| 2000 N M63 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BENTON | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| HARBOR,Â MIÂ 49022 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | Vice President and Controller | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <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 | 8,422.648 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|--------------------------------------|----------------------------|---------------|--------|--------|----------------|-------------------|---|
| Employee Stock Option (Right to Buy) | Â <u>(1)</u> | 02/20/2022 | Common | 375 | \$ 71.03 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(2)</u> | 02/18/2023 | Common | 1,376 | \$ 111.33 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(3)</u> | 02/17/2024 | Common | 1,771 | \$ 138.56 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(4)</u> | 02/16/2025 | Common | 1,553 | \$ 213.23 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u> | 02/15/2026 | Common | 3,266 | \$ 132.19 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 02/20/2027 | Common | 2,427 | \$ 177.19 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u> | 02/19/2028 | Common | 2,899 | \$ 172.7 | D | Â |
| Restricted Stock Units | 04/01/2019 ⁽⁸⁾ | Â <u>(8)</u> | Common | 2,500 | \$ <u>(8)</u> | D | Â |
| Restricted Stock Units | 02/15/2019 ⁽⁹⁾ | Â <u>(9)</u> | Common | 253 | \$ <u>(9)</u> | D | Â |
| Restricted Stock Units | 02/20/2019 ⁽¹⁰⁾ | Â <u>(10)</u> | Common | 396 | \$ <u>(10)</u> | D | Â |
| Restricted Stock Units | 02/19/2021 ⁽¹¹⁾ | Â <u>(11)</u> | Common | 2,500 | \$ <u>(11)</u> | D | Â |
| Restricted Stock Units | 02/19/2019 ⁽¹²⁾ | Â <u>(12)</u> | Common | 643 | \$ <u>(12)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nochowitz Matthew 2000 N M63 BENTON HARBOR, MI 49022 | Â | Â | Â Vice President and Controller | Â |

Signatures

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

08/07/2018

__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 became exercisable in three substantially equal annual installments beginning on February 20, 2013.
- (2) The option became exercisable in three substantially equal annual installments beginning on February 18, 2014.
- (3) The option became exercisable in three substantially equal annual installments beginning on February 17, 2015.
- (4) The option became exercisable in three substantially equal annual installments beginning on February 16, 2016.

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- (5) The option became exercisable in three substantially equal annual installments beginning on February 15, 2017 and the remaining installment will become exercisable on February 15, 2019.
- (6) The option became exercisable in three substantially equal annual installments beginning on February 20, 2018 and the remaining installments will become exercisable on February 20, 2019 and February 20, 2020.
- (7) The option becomes exercisable in three substantially equal annual installments beginning on February 19, 2019.
- (8) The restricted stock units, granted on April 1, 2014 in the amount of 7,500 restricted stock units, have one remaining vesting date on April 1, 2019 in the amount of 2,500 restricted stock units. The remaining restricted stock units will vest and convert one-for-one to shares on that date.
- (9) The restricted stock units, granted on February 15, 2016 in the amount of 767 restricted stock units, have one remaining vesting date on February 15, 2019 in the amount of 253 restricted stock units. The remaining restricted stock units will vest and convert one-for-one to shares on that date.
- (10) The restricted stock units, granted on February 20, 2017 in the amount of 603 restricted stock units, vest in three equal installments beginning on February 20, 2018. The remaining restricted stock units will vest and convert one-for-one to shares as follows: one-third of the original grant on February 20, 2019 and one-third of the original grant on February 20, 2020.
- (11) The restricted stock units, granted on February 19, 2018, will vest on February 19, 2021 and convert one-for-one to shares.
- (12) The restricted stock units, granted on February 19, 2018, will vest and convert one-for-one to shares as follows: one-third of the original grant on February 19, 2019, one-third of the original grant on February 19, 2020, and one-third of the original grant on February 19, 2021.

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.