Edgar Filing: WHIRLPOOL CORP /DE/ - Form FWP

WHIRLPOOL CORP /DE/ Form FWP February 20, 2014

Supplementing the Preliminary Prospectus Supplement dated

February 20, 2013 (To Prospectus dated May 11, 2012)

Free Writing Prospectus Filed Pursuant to Rule 433

Registration No. 333-181339

\$800,000,000

\$250,000,000 1.350% Notes due 2017

\$250,000,000 2.400% Notes due 2019

\$300,000,000 4.000% Notes due 2024

Pricing Term Sheet

February 20, 2014

Issuer: Whirlpool Corporation

Ratings:* Moody s: Baa2 (stable outlook)

Standard & Poor s: BBB (stable outlook)

Fitch: BBB (stable outlook)

Trade Date: February 20, 2014 Settlement Date: February 25, 2014

Joint J.P. Morgan Securities LLC

Book-Running

RBS Securities Inc.

Managers:

BNP Paribas Securities Corp.

Citigroup Global Markets Inc.

Co-Managers: ING Financial Markets LLC

Mitsubishi UFJ Securities (USA), Inc.

Merrill Lynch, Pierce Fenner & Smith

Incorporated

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Wells Fargo Securities, LLC

Title:	2017 Notes	2019 Notes	2024 Notes
Principal			
Amount:	\$250,000,000	\$250,000,000	\$300,000,000
Maturity			
Date:	March 1, 2017	March 1, 2019	March 1, 2024
Coupon			
(Interest			
Rate):	1.350%	2.400%	4.000%
Interest		March 1 and September 1,	March 1 and September 1,
Payment	March 1 and September 1, commencing	commencing September 1,	commencing September 1,
Dates:	September 1, 2014	2014	2014
Benchmark		UST 1.500% due January	UST 2.75% due February
Treasury:	UST 0.625% due February 15, 2017	31, 2019	15, 2024
Benchmark			
Treasury			
Price and			
Yield:	99-23 1/4; 0.718%	99-24 ³ /4; 1.548%	99-28+; 2.763%
Spread to			
Benchmark			
Treasury:	+65 basis points	+90 basis points	+125 basis points
Yield to			
Maturity:	1.368%	2.448%	4.013%
Price to			
Public:	99.947%	99.774%	99.893%
Make-Whole		At any time at a discount	At any time at a discount
Redemption	At any time at a discount rate of the	rate of the Treasury Rate	rate of the Treasury Rate
Provision:	Treasury Rate plus 10 basis points	plus 15 basis points	plus 20 basis points
CUSIP:	963320 AP1	963320 AQ9	963320 AR7
ISIN:	US963320AP11	US963320AQ93	US963320AR76

^{*} Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan Securities Inc. collect at (212) 834-4553 or by calling RBS Securities Inc. toll-free at (866) 884-2071.