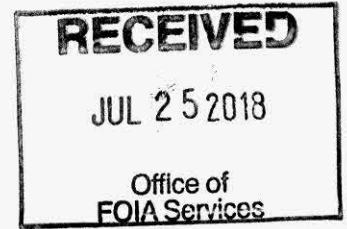


18-02614-FOIA)

July 25, 2018

U.S. Securities and Exchange Commission  
Office of FOIA Services  
100 F Street, NE Mail Stop 2745  
Washington, DC 20549-5100



Dear FOIA Office:

Under the Freedom of Information Act (FOIA), we are requesting a copy of the following:

MAYTAG CORP comment letters.  
DOC\_DATE: 1/1/2001 to 12/31/2006  
CIK\_NUM: 0000063541

Process this request up to our education-use entitlements.

Thank You,

Dr. Amy Hutton  
Boston College  
Carroll School of Management,  
Chestnut Hill, Massachusetts 02467





UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
STATION PLACE  
100 F STREET, NE  
WASHINGTON, DC 20549-2465

Office of FOIA Services

August 22, 2018

Dr. Amy P. Hutton  
Boston College  
Carroll School of Management  
Chestnut Hill, MA 02467

RE: Freedom of Information Act (FOIA), 5 U.S.C. § 552  
Request No. **18-02614-FOIA**

Dear Dr. Hutton:

This letter is in response to your request, dated and received in this office on July 25, 2018, for access to comment letters relating to Maytag Corp., issued from January 1, 2001 to December 31, 2006.

The search for responsive records has resulted in the retrieval of the enclosed letters dated September 23, 2002, October 28, 2002 and December 17, 2004, that may be responsive to your request.

If you have any questions, please contact me at [osbornes@sec.gov](mailto:osbornes@sec.gov) or (202) 551-8371. You may also contact me at [foiapa@sec.gov](mailto:foiapa@sec.gov) or (202) 551-7900. You also have the right to seek assistance from Ray J. McInerney as a FOIA Public Liaison or contact the Office of Government Information Services (OGIS) for dispute resolution services. OGIS can be reached at 1-877-684-6448 or [Archives.gov](http://Archives.gov) or via e-mail at [ogis@nara.gov](mailto:ogis@nara.gov).

Sincerely,

A handwritten signature in cursive script that reads "Sonja Osborne".

Sonja Osborne  
FOIA Lead Research Specialist

Enclosures

September 23, 2002

Mail Stop 4-9

VIA FAX (641) 787-8095 AND U.S. MAIL

Mr. Steven H. Wood  
Executive Vice President and Chief Financial Officer  
Maytag Corporation  
403 West Fourth Street North  
Newton, Iowa

Re: Maytag Corporation  
Form 10-K filed March 18, 2002  
File No. 1-655

Dear Mr. Wood:

We have reviewed the financial statements, Management's Discussion and Analysis, and Selected Financial Data sections of the above referenced filing and have the following comments. Where indicated, we think you should revise your filing in response to these comments. If you disagree, we will consider your explanation as to why our comment is inapplicable or a revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with supplemental information so we may better understand your disclosure. After reviewing this information, we may or may not raise additional comments. Please file your response to this letter as "correspondence". These items should be filed within ten days from the date at the top of this letter.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the year ended December 31, 2001

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations, pages 7 to 16

1. Please refer to the loss on securities discussions on pages 11 and 13. Please revise to disclose why you recorded these impairments and how the amounts were determined.

2. Please revise to include a discussion of the other, net amount found on your income statement.

3. We note, from review of your balance sheets at pages 20 and 21, that total shareowners' equity represents 0.7% of total assets at December 31, 2001. Please revise MD&A to discuss this fact and the risk that this poses to the company.

Special Charges and Loss on Securities, pages 29-30

4. Provide information similar to that required by EITF 94-3 for the activity in accruals established in connection with your "special charges".

Financial Instruments, pages 36 to 38

5. We note your disclosure on page 37, which indicates that you have a trading program for interest rate swaps. Please tell us whether or not these instruments are exchange traded. If they are not exchange traded, please revise MD&A to provide the disclosures required by FR-61.

Employee Stock Ownership Plan, pages 41 to 42

6. Please tell us the date that the shares were purchased by the ESOP. Were the shares purchased prior to December 31, 1992? If not, please tell us why you have not complied with the provisions of SOP 93-6.

Earnings per Share, page 44

7. Please explain to us why you believe the purchase contract assets were anti-dilutive.

8. Please tell us your basis in GAAP for excluding the expense associated with the put obligation from the numerator in calculating diluted earnings per share for the cumulative effect of accounting change.

Segment Reporting, pages 45 to 47

9. Your disclosure indicates that you have two reportable segments - home and commercial appliances. However, we also note in the discussion of operating results on page 9, for example, that you discuss sales of floor products and international export sales separately from home appliances. Please tell us whether or not you consider the floor products and international export sales to be operating segments. If so, please tell us how you meet the criteria of paragraphs 16 to 20 of SFAS 131. If they are not considered to be separate operating segments, please tell us why.

Please respond to the comments included in this letter within ten business days. If you have any questions, you may contact Marilyn Thaemert at (202) 942-2813 or Linda vanDoorn, Senior Assistant Chief Accountant at (202) 942-1964.

Sincerely,

Linda vanDoorn  
Senior Assistant Chief Accountant

Maytag Corporation  
page 3

October 28, 2002

Mail Stop 4-9

VIA FAX (641) 787-8095 AND U.S. MAIL

Mr. Steven H. Wood  
Executive Vice President and Chief Financial Officer  
Maytag Corporation  
403 West Fourth Street North  
Newton, Iowa

Re: Maytag Corporation  
Form 10-K filed March 18, 2002  
File No. 1-655

Dear Mr. Wood:

We have reviewed your responses in your letter to us dated October 14, 2002. We have comments based on your responses below. Please file your response to this letter as "correspondence" on EDGAR within ten business days from the date at the top of this letter.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the year ended December 31, 2001

General

1. Please file your previous letter (and all future letters) on EDGAR as correspondence. We note your request for confidential treatment for Exhibits A & B. You may redact Exhibits A & B by using brackets or other clear markings to indicate the location of the omitted material. Additionally, we have included your original copies of Exhibits A & B in this letter to you.

Impact of Recently Issued Accounting Standards, pages 27 to 28

2. We note that the company's disclosures indicate that the effect of adopting EITF 00-19 resulted in treating certain put obligations as liabilities with an income impact of \$63.1 million (expense) and stock purchase contracts as assets with an income impact totaling \$59.4 million (income). The disclosures indicate that for both the put obligations and the stock purchase contracts, the contracts contained features that limited the company's ability to determine a net share settlement. Review of the accounting policy disclosures in the company's December 31, 2000, Form 10-K for the forward stock purchase contract indicates that it required cash settlement and hence was treated as an asset or liability. However, there seems to be an inconsistency in how the terms of the stock purchase contract are being characterized in the 2001 and the 2000 Forms 10-K. Was it

a cash settle contract or net stock settle contract? If the stock purchase contract was already treated as an asset or liability, why did adoption of EITF 00-19 affect its treatment? Please explain whether the stock purchase contract discussed in both accounting policy footnotes is the same contract, and if it is the same contract, please explain the inconsistency and why adoption of 00-19 would affect its accounting. Also please advise what is meant by "limiting the ability to determine a net share settlement."

Please respond to the comments included in this letter within ten business days. If you have any questions, you may contact Marilyn Thiemert at (202) 942-2813 or Linda vanDoorn, Senior Assistant Chief Accountant at (202) 942-1964.

Sincerely,

Linda vanDoorn  
Senior Assistant Chief Accountant

Maytag Corporation  
page 2

Mail Stop 0407

December 17, 2004

Via U.S. Mail and Fax (641)-787-8095  
Mr. George C. Moore  
Chief Financial Officer  
Maytag Corporation  
403 West Fourth Street North  
Newton, Iowa 50208

RE: Maytag Corporation  
Form 10-K for the fiscal year ended January 3, 2004  
Filed February 20, 2004  
  
Form 10-Q for the quarter ended September 30, 2004  
File No. 1-655

Dear Mr. Moore:

We have reviewed the above referenced filings and have the following comments. We have limited our review to only your financial statements and related disclosures and will make no further review of your documents. As such, all persons who are responsible for the adequacy and accuracy of the disclosure are urged to be certain that they have included all information required pursuant to the Securities Exchange Act of 1934. Please address the following comments in future filings. If you disagree, we will consider your explanation as to why our comment is inapplicable or a future revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with supplemental information so we may better understand your disclosure. After reviewing this information, we may or may not raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the fiscal year ended January 3, 2004

GAAP to Non-GAAP reconciliation, page 22



1. Since you present non-GAAP measures as measures of operating performance, it is generally not appropriate to exclude "restructuring charges," "loss on investment," and "(gain) loss from discontinued operations" since these charges are recurring. Refer to Item 10 of Regulation S-K and Question 8 of our Frequently Asked Questions document on non-GAAP measures which is available on our website at: <<http://www.sec.gov/divisions/corpfin/faqs/nongaapfaq.htm>>. This guidance requires you to demonstrate the usefulness of any measure that excludes recurring items and to provide comprehensive disclosure if such a presentation can be reasonably justified. If you continue to believe that your presentation of the non-GAAP measures is appropriate, revise your disclosures accordingly. Your discussion should, at a minimum, disclose the following:

- \* the manner in which management uses the non-GAAP measures to conduct or evaluate the business;
- \* the economic substance behind management's decision to use such measures;
- \* the material limitations associated with the use of the non-GAAP measures as compared to the use of the most directly comparable GAAP measures, operating income, net income (loss) and earnings per share;
- \* the manner in which management compensates for these limitations when using the non-GAAP financial measures; and
- \* the substantive reasons why management believes the non-GAAP financial measure provides useful information to investors.

Form 10-Q for the quarter ended July 3, 2004

Note E. Contingencies, page 9

2. Please tell us the nature of the \$18.5 million accrual for your anticipated resolution of product related litigation. Also tell us how the amount was determined and why no disclosure under paragraph 10 of SFAS 5 was necessary. We are unable to locate any disclosure concerning this litigation in your previous filings.

\* \* \* \*

Please respond to these comments within 10 business days or tell us when you will provide us with a response. Please furnish a letter that keys your responses to our comments and provides any requested supplemental information. Please file your response letter on EDGAR. You may contact Kathryn Jacobson, Staff Accountant, at (202) 824-5332 or Dean Suehiro, Senior Staff Accountant, at (202) 942-1894 if you have questions regarding comments on the financial statements and related matters. Please contact me at (202) 942-1990 with any other questions.

Sincerely,

Larry Spirgel  
Assistant Director

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Mr. George C. Moore  
Maytag Corporation  
December 17, 2004  
Page 1