

Chiu Shin-Shing Bosco  
 Form 4  
 January 26, 2018

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Chiu Shin-Shing Bosco

2. Issuer Name and Ticker or Trading Symbol  
 HERBALIFE LTD. [HLF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 800 W. OLYMPIC BOULEVARD,  
 SUITE 406  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/24/2018

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 Principal Accounting Officer

LOS ANGELES, CA 90015

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/24/2018		M <sup>(1)</sup>		1,000	A	\$ 27.79
Common Stock	01/24/2018		D <sup>(2)</sup>		356	D	\$ 78.21
Common Stock	01/24/2018		F <sup>(2)</sup>		223	D	\$ 78.21
Common Stock	01/24/2018		M <sup>(1)</sup>		5,417	A	\$ 53.29
Common Stock	01/24/2018		D <sup>(3)</sup>		3,691	D	\$ 78.21

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Common Stock	01/24/2018	F <sup>(3)</sup>	597	D	\$ 78.21	1,550	D
Common Stock	01/24/2018	M <sup>(1)</sup>	2,561	A	\$ 55.9	4,111	D
Common Stock	01/24/2018	D <sup>(4)</sup>	1,831	D	\$ 78.21	2,280	D
Common Stock	01/24/2018	F <sup>(4)</sup>	253	D	\$ 78.21	2,027	D
Common Stock	01/24/2018	M <sup>(1)</sup>	2,295	A	\$ 44.79	4,322	D
Common Stock	01/24/2018	D <sup>(5)</sup>	1,315	D	\$ 78.21	3,007	D
Common Stock	01/24/2018	F <sup>(5)</sup>	340	D	\$ 78.21	2,667	D
Common Stock	01/26/2018	S <sup>(1)</sup>	2,667	D	\$ 78.54	0	D

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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**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 of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 27.79	01/24/2018		M <sup>(1)</sup>		1,000		08/31/2013	08/31/2020	Common Stock	1,000
Stock Appreciation Rights	\$ 53.29	01/24/2018		M <sup>(1)</sup>		5,417		05/18/2014	05/18/2021	Common Stock	5,417
	\$ 55.9	01/24/2018		M <sup>(1)</sup>		2,561		12/01/2014	12/01/2021		2,561

