SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 16)*

Herbalife Nutrition Ltd. (Name of Issuer)

Common Shares, par value \$0.0005 per share (Title of Class of Securities)

G4412G101 (CUSIP Number)

Andrew Langham, Esq.
Icahn Capital LP
767 Fifth Avenue, 47th Floor
New York, New York 10153
(212) 702-4300
(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

May 30, 2018 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box //.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORTING PERSON High River Limited Partnership	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(5) (
		(a) / / (b) //
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAN	TT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBE	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 7,045,949	
8	SHARED VOTING POWER 0	
9	SOLE DISPOSITIVE POWER 7,045,949	
10	SHARED DISPOSITIVE POWER 0	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO 7,045,949	ON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN S	HARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.27%	
14	TYPE OF REPORTING PERSON	

1	NAME OF REPORTING PERSON Hopper Investments LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / / (b) //
3	SEC USE ONLY	(6)//
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAL	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBE	R OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 7,045,949	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 7,045,949	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS 7,045,949	ON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.27%	
14	TYPE OF REPORTING PERSON OO	

1	NAME OF REPORTING PERSON Barberry Corp.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / / (b) / /
3	SEC USE ONLY	(0)//
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAN	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBE	R OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 7,045,949	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 7,045,949	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO 7,045,949	ON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN S	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.27%	
14	TYPE OF REPORTING PERSON CO	

1	NAME OF REPORTING PERSON Icahn Partners Master Fund LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / /
		(a) / / (b) / /
3	SEC USE ONLY	(6)//
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBE	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 11,469,454	
8	SHARED VOTING POWER 0	
9	SOLE DISPOSITIVE POWER 11,469,454	
10	SHARED DISPOSITIVE POWER 0	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS 11,469,454	ON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.95%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Icahn Offshore LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(2) / /
		(a) / / (b) / /
3	SEC USE ONLY	(6)
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	ANT TO ITEMS 2(d) or 2(e)//
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBI	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 11,469,454	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 11,469,454	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 11,469,454	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.95%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Icahn Partners LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / / (b) / /
3	SEC USE ONLY	(0)//
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	NT TO ITEMS 2(d) or 2(e)//
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBI	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 16,712,501	
8	SHARED VOTING POWER 0	
9	SOLE DISPOSITIVE POWER 16,712,501	
10	SHARED DISPOSITIVE POWER 0	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS 16,712,501	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 10.12%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Icahn Onshore LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / /
3	SEC USE ONLY	(b) //
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBI	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 16,712,501	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 16,712,501	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS 16,712,501	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 10.12%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Icahn Capital LP	
2		a) / / b) / /
3	SEC USE ONLY	0)//
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT	TTO ITEMS 2(d) or 2(e)//
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMB	BER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 28,181,955	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 28,181,955	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 28,181,955	N
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SH	IARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.07%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON IPH GP LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / / (b) / /
3	SEC USE ONLY	(6)//
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAN	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBE	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 28,181,955	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 28,181,955	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO 28,181,955	ON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN S	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.07%	
14	TYPE OF REPORTING PERSON OO	

1	NAME OF REPORTING PERSON Icahn Enterprises Holdings L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / / (b) //
3	SEC USE ONLY	(6) //
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	ANT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBI	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 28,181,955	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 28,181,955	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER: 28,181,955	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.07%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Icahn Enterprises G.P. Inc.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / /
		(a) / / (b) //
3	SEC USE ONLY	(b) //
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	ANT TO ITEMS 2(d) or 2(e)//
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMB	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 28,181,955	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 28,181,955	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 28,181,955	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	I SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.07%	
14	TYPE OF REPORTING PERSON	

1	NAME OF REPORTING PERSON Beckton Corp.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / /
3	SEC USE ONLY	(b) //
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUA	NT TO ITEMS 2(d) or 2(e)/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBI	ER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	
7	SOLE VOTING POWER 0	
8	SHARED VOTING POWER 28,181,955	
9	SOLE DISPOSITIVE POWER 0	
10	SHARED DISPOSITIVE POWER 28,181,955	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS 28,181,955	SON
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.07%	
14	TYPE OF REPORTING PERSON CO	

1	NAME OF REPORTING PERSON Carl C. Icahn			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) / /		
3	SEC USE ONLY	(b) / /		
4	SOURCE OF FUNDS OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAN	NT TO ITEMS 2(d) or 2(e)/ /		
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:				
7	SOLE VOTING POWER 0			
8	SHARED VOTING POWER 35,227,904			
9	SOLE DISPOSITIVE POWER 0			
10	SHARED DISPOSITIVE POWER 35,227,904			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSONS, 35,227,904	ON		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES/ /		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 21.34%			
14	TYPE OF REPORTING PERSON IN			
_				

SCHEDULE 13D

This statement constitutes Amendment No. 16 to the Schedule 13D relating to the Common Shares, par value \$0.0005 per share (the "Shares"), issued by Herbalife Nutrition Ltd. (the "Issuer"), and hereby amends the Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on February 14, 2013, as amended by Amendment Number 1 thereto, filed with the SEC on February 28, 2013, Amendment Number 2 thereto, filed with the SEC on March 1, 2013, Amendment Number 3 thereto, filed with the SEC on March 7, 2013, Amendment Number 4 thereto, filed with the SEC on May 7, 2013, Amendment Number 5 thereto, filed with the SEC on March 14, 2014, Amendment Number 6 thereto, filed with the SEC on March 24, 2014, Amendment Number 7 thereto, filed with the SEC on July 15, 2016, Amendment Number 8 thereto, filed with the SEC on August 26, 2016, Amendment Number 9 thereto, filed with the SEC on November 3, 2016, Amendment Number 10 thereto, filed with the SEC on November 8, 2016, Amendment Number 11 thereto, filed with the SEC on March 13, 2017, Amendment Number 12 thereto, filed with the SEC on August 21, 2017, Amendment Number 13 thereto, filed with the SEC on October 11, 2017, Amendment Number 14 thereto, filed with the SEC on March 20, 2018 and Amendment Number 15 thereto, filed with the SEC on March 24, 2018, to furnish the additional information set forth herein. All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Schedule 13D.

Item 5. Interest in Securities of the Issuer

Items 5(a) and (b) of the Schedule 13D are hereby amended by replacing them in their entirety with the following:

(a) The Reporting Persons may be deemed to beneficially own, in the aggregate, 35,227,904 Shares, representing approximately 21.34% of the Issuer's outstanding Shares (based upon the approximately 165.1 million Shares outstanding after giving effect to the purchase and cancellation of Shares pursuant to the Offer (as defined below), as stated by the Issuer in Amendment No. 4 to the Issuer's Schedule TO filed on May 30, 2018).

(b) For purposes of this Schedule 13D:

High River has sole voting power and sole dispositive power with regard to 7,045,949 Shares. Each of Hopper, Barberry and Mr. Icahn has shared voting power and shared dispositive power with regard to such Shares. Icahn Master has sole voting power and sole dispositive power with regard to 11,469,454 Shares. Each of Icahn Offshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn has shared voting power and shared dispositive power with regard to such Shares. Icahn Partners has sole voting power and sole dispositive power with regard to 16,712,501 Shares. Each of Icahn Onshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn has shared voting power and shared dispositive power with regard to such Shares.

Each of Hopper, Barberry and Mr. Icahn, by virtue of their relationships to High River (as disclosed in Item 2), may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934, as amended, the "Act") the Shares which High River directly beneficially owns. Each of Hopper, Barberry and Mr. Icahn disclaims beneficial ownership of such Shares for all other purposes. Each of Icahn Offshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn, by virtue of their relationships to Icahn Master (as disclosed in Item 2), may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Act) the Shares which Icahn Master directly beneficially owns. Each of Icahn Offshore, Icahn Capital, IPH, Icahn Enterprises GP, Beckton and Mr. Icahn disclaims beneficial ownership of such Shares for all other purposes. Each of Icahn Onshore, Icahn Capital, IPH, Icahn Enterprises GP, Beckton and Mr. Icahn, by virtue of their relationships to Icahn Partners (as disclosed in Item 2), may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Act) the Shares which Icahn Partners directly beneficially owns. Each of Icahn Onshore, Icahn Capital, IPH, Icahn Enterprises Holdings, Icahn Enterprises GP, Beckton and Mr. Icahn disclaims beneficial ownership of such Shares for all other purposes.

Item 5(c) of the Schedule 13D is hereby amended by the addition of the following:

(c) The following table sets forth all transactions with respect to Shares effected by the Reporting Persons since their last filing on Schedule 13D. Except as otherwise noted below, all such transactions were purchases of Shares effected in the open market, and the table includes commissions paid in per share prices.

Name of Reporting Person	Date of Transaction	Amount of Securities	Price Per Share
High River Limited Partnership	05/30/2018	(2,102,981.00)(1)	\$52.50
Icahn Partners LP	05/30/2018	(4,989,541.00)(1)	52.50
Icahn Partners Master Fund LP	05/30/2018	(3,424,222.00)(1)	52.50

(1) Shares tendered by the Reporting Persons and accepted for purchase by the Issuer in its modified Dutch Auction tender offer, which expired on May 24, 2018 (the "Offer").

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: May 31, 2018

ICAHN PARTNERS MASTER FUND LP ICAHN OFFSHORE LP ICAHN PARTNERS LP ICAHN ONSHORE LP BECKTON CORP. HOPPER INVESTMENTS LLC BARBERRY CORP. HIGH RIVER LIMITED PARTNERSHIP

By: Hopper Investments LLC, general partner

By: Barberry Corp.

By: /s/ Edward E. Mattner

Name: Edward E. Mattner Title: Authorized Signatory

ICAHN CAPITAL LP

By: IPH GP LLC, its general partner

By: Icahn Enterprises Holdings L.P., its sole member By: Icahn Enterprises G.P. Inc., its general partner

IPH GP LLC

By: Icahn Enterprises Holdings L.P., its sole member By: Icahn Enterprises G.P. Inc., its general partner ICAHN ENTERPRISES HOLDINGS L.P.

By: Icahn Enterprises G.P. Inc., its general partner

ICAHN ENTERPRISES G.P. INC.

By: /s/ SungHwan Cho

Name: SungHwan Cho Title: Chief Financial Officer

/s/ Carl C. Icahn CARL C. ICAHN

[Signature Page of Schedule 13D, Amendment No. 16 – Herbalife Nutrition Ltd.]