UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 4, 2015

Herbalife Ltd.

(Exact Name of Registrant as Specified in Charter)

Cayman Islands	**1-32381**	**98-0377871**
(State or Other Jurisdiction	**(Commission**	**(IRS Employer**
of Incorporation)	**File Number)**	**Identification No.)**

P.O. Box 309GT, Ugland House,
South Church Street, Grand Cayman
Cayman Islands   **KY1-1106**
(Address of Principal Executive Offices)   **(Zip Code)**

Registrant's telephone number, including area code: c/o (213) 745-0500

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐   Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐   Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐   Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐   Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01.   Other Events.

On May 4, 2015, Herbalife Ltd. issued a press release announcing the closing of the third amendment of its existing syndicated credit agreement.

A copy of the press release is attached hereto as Exhibit 99.1 and only the portions thereof with respect to the amendment of the syndicated credit agreement are incorporated by reference herein.

Item 9.01   Financial Statements and Exhibits.

(d)   *Exhibits*.

99.1   Press Release issued by Herbalife Ltd. on May 4, 2015.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Herbalife Ltd.

May 6, 2015

By: /s/ Mark J. Friedman

Name: Mark J. Friedman
Title: General Counsel

EXHIBIT INDEX

Exhibit	Description of Exhibit
99.1	Press Release issued by Herbalife Ltd. on May 4, 2015.

Exhibit 99.1

HERBALIFE.

May 4, 2015

Herbalife Announces Amendment to Extend Credit Facility

LOS ANGELES—(BUSINESS WIRE)— Herbalife Ltd. (NYSE: HLF) today announced the closing of the third amendment of its existing syndicated credit agreement, dated as of March 9, 2011, with Bank of America Merrill Lynch as Administrative Agent.

As of March 31, 2015, the company had $500 million drawn on its revolving credit facility and a $325 million balance on its term loan. The amendment restates the existing credit agreement to, among other things, extend the maturity of $425 million of the revolving credit facility from March 9, 2016 until March 9, 2017. No changes were made to the maturity date of the company's term loan, which will mature on March 9, 2016.

Among other conditions, the company will make principal payments of approximately $51 million on the revolving credit facility and $20 million on the term loan upon closing of the amendment, and stepdown the balance of the revolving credit facility to $425 million with an additional payment in September 2015.

About Herbalife Ltd.

Herbalife Ltd. (NYSE:HLF) is a 35-year-old global nutrition company that sells weight-management, nutrition and personal care products intended to support a healthy lifestyle. Herbalife products are sold in more than 90 countries to and through a network of independent distributors. The company supports the Herbalife Family Foundation and its Casa Herbalife program to help bring good nutrition to children. Herbalife's website contains a significant amount of financial and other information about the company at http://ir.Herbalife.com. The company encourages investors to visit its website from time to time, as information is updated and new information is posted.

Herbalife Ltd.
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Source: Herbalife Ltd.

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