

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Estimated average burden
 hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON MICHAEL (Last) (First) (Middle) 1800 CENTURY PARK EAST (Street) LOS ANGELES, CA 90067 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF] 3. Date of Earliest Transaction (Month/Day/Year) 11/01/2007 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <div style="border: 1px solid black; padding: 2px; text-align: center;">CEO</div> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/01/2007		S(1)		500	D	\$ 43.64	206,549	D	
Common Stock	11/01/2007		S(1)		700	D	\$ 43.62	205,849	D	
Common Stock	11/01/2007		S(1)		800	D	\$ 43.61	205,049	D	
Common Stock	11/01/2007		S(1)		2,200	D	\$ 43.6	202,849	D	
Common Stock	11/01/2007		S(1)		2,100	D	\$ 43.59	200,749	D	
Common Stock	11/01/2007		S(1)		100	D	\$ 43.58	200,649	D	
Common Stock	11/01/2007		S(1)		1,800	D	\$ 43.57	198,849	D	
Common Stock	11/01/2007		S(1)		900	D	\$ 43.56	197,949	D	
Common Stock	11/01/2007		S(1)		4,100	D	\$ 43.55	193,849	D	
Common Stock	11/01/2007		S(1)		1,300	D	\$ 43.54	192,549	D	
Common Stock	11/01/2007		S(1)		200	D	\$ 43.53	192,349	D	
Common Stock	11/01/2007		S(1)		2,100	D	\$ 43.52	190,249	D	
Common Stock	11/01/2007		S(1)		1,300	D	\$ 43.51	188,949	D	
Common Stock	11/01/2007		S(1)		200	D	\$ 43.5	188,749	D	
Common Stock	11/01/2007		S(1)		10,800	D	\$ 43.5	177,949	D	
Common Stock	11/01/2007		S(1)		3,400	D	\$ 43.49	174,549	D	
Common Stock	11/01/2007		S(1)		9,200	D	\$ 43.48	165,349	D	
Common Stock	11/01/2007		S(1)		5,500	D	\$ 43.47	159,849	D	

Common Stock	11/01/2007		S(1)	17,400	D	\$ 43.46	142,449	D	
Common Stock	11/01/2007		S(1)	2,800	D	\$ 43.45	139,649	D	
Common Stock	11/01/2007		S(1)	5,700	D	\$ 43.44	133,949	D	
Common Stock	11/01/2007		S(1)	2,600	D	\$ 43.43	131,349	D	
Common Stock	11/01/2007		S(1)	2,500	D	\$ 43.42	128,849	D	
Common Stock	11/01/2007		S(1)	700	D	\$ 43.41	128,149	D	
Common Stock	11/01/2007		S(1)	8,900	D	\$ 43.4	119,249	D	
Common Stock	11/01/2007		S(1)	200	D	\$ 43.39	119,049	D	
Common Stock	11/01/2007		S(1)	800	D	\$ 43.38	118,249	D	
Common Stock	11/01/2007		S(1)	900	D	\$ 43.37	117,349	D	
Common Stock	11/01/2007		S(1)	4,400	D	\$ 43.36	112,949	D	
Common Stock	11/01/2007		S(1)	5,200	D	\$ 43.35	107,749	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON MICHAEL 1800 CENTURY PARK EAST LOS ANGELES, CA 90067	X		CEO	

Signatures

Vicki Tuchman by Power of Attorney	11/05/2007
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 17, 2007.

Remarks:

Form 2 of 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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