FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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 Ty	pe Response	s)														
1. Name and Address of Reporting Person * LEVY ROBERT					2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) 800 W. OLYMPIC BOULEVARD, #406					3. Date of Earliest Transaction (Month/Day/Year) 05/05/2009							X Officer (give title below) Other (specify below) SVP, WW. Sales & Marketing				
(Street)				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
	GELES, C												ou by More man	one responding r		
(City	')	(State)	(Zip)		7	Γable	I - No	on-De	rivative	Securities	s Acqui	ired, Disp	osed of, or I	Beneficially (Owned	
1.Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	any	ution Date,	if Co (In	Code (Instr. 8)		(A) or Disposed of (Instr. 3, 4 and 5)		of (D)	Beneficia Reported	nt of Securities ally Owned Following I Transaction(s)		6. Ownership Form:	Beneficial
				(Mon	(Month/Day/Yea		Code	V	Amour	(A) or at (D)	Price	(Instr. 3 a	nd 4)			Ownership (Instr. 4)
Common	n Stock		05/05/2009				M		736	D	\$ 16.08	79,153			D	
			Table II -	Deriva	ative Secur	ities A	cquii	the red, I	form di Disposed	splays a of, or Bei	curre	ntly valid	OMB conf	spond unle rol number		
1. Title of	2.	3. Transactio			outs, calls, v	varra:	nts, o					ida and	O Dries of	O. Niversham	of 10.	11. Natur
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Da	ate, if	if Transaction Num Code of (Instr. 8) Deri Secu Acqu (A) o Disp of (I (Instr. 8)		Number and l		l Expirati	nth/Day/Year)		itle and ount of erlying urities tr. 3 and	Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownersh Form of Derivativ Security: Direct (I or Indire	of Indirect Beneficia Ownershi (Instr. 4)
								Dat Exe		Expiratio Date	Title	Amount or Number of				

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
LEVY ROBERT 800 W. OLYMPIC BOULEVARD, #406 LOS ANGELES, CA 90015			SVP, WW. Sales & Marketing					

Signatures

Robert Levy by Richard Strulson, Attorney in Fact	05/06/2009
**Signature of Reporting Person	Date

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).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.