FORM 4

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

OMB APPROVAL
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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

Name and Address of Reporting Person * Montelongo Michael			2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director				
(Last) (First) (Middle) 800 W. OLYMPIC BLVD. SUITE 406			3. Date of Earliest Transaction (Month/Day/Year) 05/08/2017						Officer (give title below) Other (specify below)				
(Street) LOS ANGELES, CA 90015			4. If Amendment, Date Original Filed(Month/Day/Year)						Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
e)	(Zip)		Tab	ole I - No	n-Deri	ivative S	Securities A	Acqui	ired, Disp	osed of, or l	Beneficially	Owned	
Date	Date	any	e, if	Code (Instr. 8)		•			D) Beneficially Owned Following Reported Transaction(s)		Following (s)	6. Ownership Form:	Beneficial
		(Month/Day/Y	ear)	Code	V	Amoun	(A) or (D)	Price	(Instr. 3 a	na 4)	or (I)	or Indirect (I)	Ownership (Instr. 4)
05/0	08/2017			A ⁽¹⁾		1,665	A S	\$ 0	6,094			D	
	(6		war	rants, op	tions,	conver	tible secur	ities)		•			
1. Title of Derivative Conversion Opate		4. Transaction Code	4. 5. Number Code of Derivati Securiti Acquire (A) or		6. Date Exercisable and Expiration Date (Month/Day/Year) ve es d d 4)			7. Ti Amo Undo Secu (Inst	ount of erlying irities		Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivat Security Direct (or Indir	(Instr. 4)
			1										
	7D. SUITE 4 et) 2015 te) 2. Tr Date (Mor) 05/0 te line for each	DO15 Table II - I Table II - I Table January (A) Table January (A)	th (Middle) 7D. SUITE 406 3. Date of Earl 05/08/2017 4. If Amendment 10015 te) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 05/08/2017 te line for each class of securities beneficially 100 (e.g., puts, calls, cansaction Date, if Transaction 210 (Execution Date, if Transaction 25/08/2017)	th (Middle) /D. SUITE 406 3. Date of Earliest 705/08/2017 4. If Amendment, E 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 05/08/2017 Table II - Derivative Securities beneficially own ansaction Execution Date, if any (Month/Day/Year) 3. Date of Earliest 705/08/2017 Table II - Derivative Securities beneficially own ansaction Execution Date, if any (Month/Day/Year) 3. Date of Earliest 705/08/2017	th (Middle) 3. Date of Earliest Transaction (D5/08/2017 et) 4. If Amendment, Date Original (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Instr. 8) Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, open the Code (Instr. 8) Table II - Derivative Securities Acquire (Month/Day/Year) 3. Transaction (e.g., puts, calls, warrants, open the Code (Instr. 8) Table II - Derivative Securities Acquire (Instr. 8) Table II - Derivative Securities Acquired (Instr. 8) Table II - Derivative Securities (Instr. 8) Table II - No.	st) (Middle) 3. Date of Earliest Transaction (Mod 05/08/2017 et) 4. If Amendment, Date Original File (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 3. Transaction Code (Instr. 8) (Month/Day/Year) 4. If Amendment, Date Original File (Month/Day/Year) 4. If Amendment, Date	3. Date of Earliest Transaction (Month/Day/Obs/2017 et) 4. If Amendment, Date Original Filed(Month/Day/Obs/2017 2. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. S. Persons wh contained in the form dis the form dis Code (Month/Day/Year) 3. Deemed Persons wh Code (Instr. 8) 3. Deemed Persons wh Contained in the form dis Code (Month/Day/Year) 3. Deemed Execution Date, if Day (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. S. Code V Amount (Instr. 8) 4. Deerivative Securities Acquired (Month/Day/Year) 3. Transaction (Nonth/Day/Year) 4. Deerivative Securities Acquired (Month/Day/Year) 4. Deerivative Securities Acquired (Month/Day/Year) 4. Deerivative Securities Acquired (Month/Day/Year)	Sultre S	at) (Middle)	(Middle) 3. Date of Earliest Transaction (Month/Day/Year) 05/08/2017 4. If Amendment, Date Original Filed(Month/Day/Year) 05/08/2017 6. Individual X. Form file Form	A Director Officer (give title below title below to be provided by the p	A Director Officer (give title below) A Director Officer (give t	Code V Amount (D) Price Code V Amount (D) Price Code Code V Amount (D) Price Code Code Code V Amount (D) Price Code Code

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Montelongo Michael 800 W. OLYMPIC BLVD. SUITE 406 LOS ANGELES, CA 90015	X					

Signatures

/s/ Eileen Uy, Attorney-in-Fact for Michael Montelongo		05/09/2017
**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).
- Consists of restricted stock units under the Herbalife Ltd. 2014 Stock Incentive Plan. This award will vest 100% on April 15, 2018.

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.