FORM 4

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

OMB APPROVAL
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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

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) 05/30/2017							X Officer (give title below) Other (specify below) EVP, WW Sales & Marketing					
(Street)				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		(Zip)			TC.		N.T.	D .	•			D:	1.6		0 1	
1.Title of Security (Instr. 3)		2. Transaction Date	Exec any	Deemed ution Date, if	3. Transaction Code (Instr. 8)		1	n 4. Securities Acquire		quired of (D)	5. Amou Benefici Reported	ant of Securities ally Owned Following d Transaction(s)		6. Ownership Form:	Beneficial	
			(Moi	onth/Day/Year)			ode	V	Amoun	(A) or t (D)	Price	Ì	and 4)		or Indirect	Ownership (Instr. 4)
Stock		05/30/2017				F	(1)		3,298	D	\$ 71.17	179,449		Г	D	
		Table II					t cquire	the fo	orm dis	splays a	a curr enefici	ently valid	d OMB con			
2. Conversion or Exercise Price of Derivative Security	Date	Year) Execution I	l Pate, if	4. Transac Code (Instr. 8	etion	5. Numl of Deriv Secur Acqu (A) o Dispo of (D (Instr	vative rities ired or cosed () : 3, d 5)	6. Da and I (Mon	ate Exer Expirationth/Day/	cisable on Date (Year)	7. Ar Ur Se (Ir 4)	Amount of Number of	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivati Security Direct (or Indirect)	Beneficial Ownership (Instr. 4)
	d Address of OBERT DLYMPIC GELES, C ecurity Stock Report on a s Conversion or Exercise Price of Derivative	OBERT OLYMPIC BOULEVA (Street) GELES, CA 90015 OState) ecurity Stock Report on a separate line for Exercise Price of Derivative	d Address of Reporting Person* OBERT OBERT OCHICLE (First) (Middle) OLYMPIC BOULEVARD, #406 (Street) GELES, CA 90015 OCHICLE (State) (Zip) 2. Transaction Date (Month/Day/Year) Stock 05/30/2017 Table II - Conversion or Exercise Price of Derivative (Month/Day/Year) I A Deemed Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	d Address of Reporting Person* OBERT OBERT	d Address of Reporting Person* OBERT OBERT (First) (Middle) OLYMPIC BOULEVARD, #406 (Street) (Street) (State) (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock O5/30/2017 Table II - Derivative Se (e.g., puts, call Code Price of Derivative Security Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Instr. 8	d Address of Reporting Person* OBERT OBER OBERT OBER OB	d Address of Reporting Person* OBERT OBER OBE	Code Code	d Address of Reporting Person* OBERT OBERT OFFICIAL (First) OCTOPER (First) OLYMPIC BOULEVARD, #406 OS/30/2017 (Street) OCTOPER (STREE	Code V Amount Code Code V Amount Code Code V Amount Code Co	2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF] 3. Date of Earliest Transaction (Month/Day/Year) 5/30/2017 4. If Amendment, Date Original Filed(Month/Day/Year) 6ELES, CA 90015 7	Address of Reporting Person	2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF] Direct	Address of Reporting Person	2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF] S. Relationship of Reporting Person (Check all application of State and Ticker or Trading Symbol HERBALIFE LTD. [HLF] S. Date of Earliest Transaction (Month/Day/Year) S. Relationship of Reporting Person S. Month (Check all application of Scarce) S. Month (Check all application of Scarce) S. Month (Check all application of Scarce) S. Month (Month/Day/Year) S. Mo	Address of Reporting Persons Discussion Content HERBALIFE LTD. HLF Securities Sec

Reporting Owners

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

Signatures

/s/ Eileen Uy, Attorney-in-Fact for Robert Levy	06/01/2017
**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).
- The reporting person previously elected to defer the receipt of shares of the Issuer's common stock ("Shares") issuable upon the vesting of restricted stock units (the "RSUs") (1) granted to such reporting person on May 29, 2007. The deferral period lapsed on May 30, 2017. The reporting person forfeited 3,298 Shares to satisfy the withholding tax obligation resulting from the lapse of the deferral period, using the closing stock price on May 30, 2017 of \$71.17.

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.