FORM 4 Check this box if no

longer subject to

(Print or Type Responses)

Section 16. Form 4 or

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Form 5 obligations may continue. See Instruction 1(b).

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 – Chiu Shin-Shing Bosco				2. Issuer Name and Ticker or Trading Symbol HERBALIFE LTD. [HLF]						S. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
(Last) (First) (Middle) 800 W. OLYMPIC BOULEVARD, SUITE 406				3. Date of Earliest Transaction (Month/Day/Year) 01/24/2018							X_Officer (give title below) Other (specify below) Principal Accounting Officer						
(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					e)	
LOS ANGE	LES, CA 90											Form	filed by Mo	ore than One R	eporting Person		
(City)		(State)	(Zip)			Tab	ole I - I	Non-D	erivative	Securiti	ies Acqu	iired, Dis	sposed of	f, or Benefi	icially Owne	d	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, i any (Month/Day/Year		if Cod (Ins	(Instr. 8)		4. Securities Acqui (A) or Disposed of (Instr. 3, 4 and 5)		of (D)	5. Amount of Se Owned Followin Transaction(s) (Instr. 3 and 4)		curities Beneficially ng Reported		6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
						C	Code	V	Amount	(A) or (D)	Price					(I) (Instr. 4)	(Ilistr. 4)
Common Sto	ock		01/24/2018			N	M ⁽¹⁾		1,000	A	\$ 27.79	1,000				D	
Common Sto	ock		01/24/2018			Ι) ⁽²⁾		356	D	\$ 78.21	644				D	
Common Sto	ock		01/24/2018			I	F(2)		223	D	\$ 78.21	421	421			D	
Common Sto	ock		01/24/2018			N	Л ⁽¹⁾		5,417	A	\$ 53.29	5,838				D	
Common Sto	ock		01/24/2018			Γ) ⁽³⁾		3,691	D	\$ 78.21	2,147				D	
Common Sto	ock		01/24/2018			F	F(3)		597	D	\$ 78.21	1,550				D	
Common Stock 01/24/2018			01/24/2018			N	A ⁽¹⁾		2,561	A	\$ 55.9	4,111				D	
Common Stock 01/24/2			01/24/2018			Ι) (4)		1,831	D	\$ 78.21	2,280				D	
Common Stock 01/2			01/24/2018			F	F(4)		253	D	\$ 78.21	2,027			D		
Common Stock 01/2			01/24/2018			N	M ⁽¹⁾		2,295	A	\$ 44.79	4,322				D	
Common Stock 01/2			01/24/2018			Ι) ⁽⁵⁾		1,315	D	\$ 78.21	3,007				D	
Common Stock 01			01/24/2018			F	F <u>(5)</u>		340	D	\$ 78.21	2,667				D	
Common Stock 01/26/2018					S	S(1)		2,667	D	\$ 78.54	0				D		
Reminder: Reno	ort on a senara	ite line for each c	lass of securities be	neficia	lly owned di	irectly (or indi	rectly									
теншиет. тер	ore on a separe	are time for each e	adds of securities se	nericia	ily owned di	irectif (Perso							n containe		1474 (9-02)
												d to resp ol numb		iless the f	orm displa	ys	
			Table II		vative Secur							Owned					
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.	. Numb	per 6.	Date l	Exercisab		7. T	itle and A			9. Number		11. Natur
Derivative Security	Conversion or Exercise	Date (Month/Day/Yea	Execution Date ar) any			f erivati			on Date Day/Yea	·)		Jnderlyin urities	g	Derivative Security	Derivative Securities	Owner Form o	ship of Indirection Beneficia
(Instr. 3)	Price of Derivative		(Month/Day/Ye	ear) (In		ecuritie .cquirec					(Ins	tr. 3 and	4)	(Instr. 5)	Beneficially Owned	y Deriva Securit	tive Ownersh v: (Instr. 4)
	Security				(/	A) or									Following	Direct	(D)
						isposed f (D)	d								Reported Transaction	or Indi	rect
					(I	nstr. 3,	, 4,								(Instr. 4)	(Instr.	4)
					a	na 5)											
								-4.					Amount or				
								ate xercisa		epiration ate	Title		Number				

Code V (A) (D)

Shares

Stock Appreciation Rights	\$ 27.79	01/24/2018	M ⁽¹⁾	1,000	08/31/2013	08/31/2020	Common Stock	1,000	\$ 0	0	D	
Stock Appreciation Rights	\$ 53.29	01/24/2018	M ⁽¹⁾	5,417	05/18/2014	05/18/2021	Common Stock	5,417	\$ 0	0	D	
Stock Appreciation Rights	\$ 55.9	01/24/2018	M ⁽¹⁾	2,561	12/01/2014	12/01/2021	Common Stock	2,561	\$ 0	0	D	
Stock Appreciation Rights	\$ 44.79	01/24/2018	M ⁽¹⁾	2,295	05/31/2015	05/31/2022	Common Stock	2,295	\$ 0	10,000	D	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Chiu Shin-Shing Bosco 800 W. OLYMPIC BOULEVARD, SUITE 406 LOS ANGELES, CA 90015			Principal Accounting Officer					

Signatures

/s/ Eileen Uy, Attorney-in-Fact for Shin-Shing Bosco Chiu.	01/26/2018
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).
- (1) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 9, 2017.
- The reporting person received 421 shares of common stock upon the net exercise of 1,000 stock appreciation rights ("SARs"). The reporting person forfeited 356 shares of common stock (2) underlying such SARS in payment of the exercise price and 223 shares of common stock underlying such SARS to satisfy the withholding tax obligation resulting from the exercise, using the closing stock price on January 24, 2018 of \$78.21.
- The reporting person received 1,129 shares of common stock upon the net exercise of 5,417 SARs. The reporting person forfeited 3,691 shares of common stock underlying such SARS in (3) payment of the exercise price and 597 shares of common stock underlying such SARS to satisfy the withholding tax obligation resulting from the exercise, using the closing stock price on January 24, 2018 of \$78.21.
- The reporting person received 477 shares of common stock upon the net exercise of 2,561 SARs. The reporting person forfeited 1,831 shares of common stock underlying such SARS in (4) payment of the exercise price and 253 shares of common stock underlying such SARS to satisfy the withholding tax obligation resulting from the exercise, using the closing stock price on January 24, 2018 of \$78.21.
- The reporting person received 640 shares of common stock upon the net exercise of 2,295 SARs. The reporting person forfeited 1,315 shares of common stock underlying such SARS in (5) payment of the exercise price and 340 shares of common stock underlying such SARS to satisfy the withholding tax obligation resulting from the exercise, using the closing stock price on January 24, 2018 of \$78.21.

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.