FORM 4

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

OMB APPROVAL							
OMB Number:	3235-0	287					
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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* Tartol John					2. Issuer Name and Ticker or Trading Symbol HERBALIFE NUTRITION LTD. [HLF]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
800 W. C		BLVD., SU	(Middle) JITE 406		3. Date of Earliest Transaction (Month/Day/Year) 05/06/2021					Office	er (give title belo	ow)	Other (specify b	pelow)			
(Street) LOS ANGELES, CA 90015				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					
(City		(State)	(Zip)			Ta	able I	- Non	ı-Deriv	ative S	Securities	Acqu	ired, Disp	osed of, or l	Beneficially (Owned	
1.Title of S (Instr. 3)	Security		2. Transaction Date (Month/Day/Yea	Execution Execut	Deemed cution Day/		Cod (Ins	ransad le tr. 8)	((A) or I (D)	Disposed 3, 4 and 5	of				6. 7. Nature Ownership Form: Beneficial Direct (D) or Indirect (Instr. 4)	
							С	ode	V	Amoun	(A) or (D)	Price				(I) (Instr. 4)	
Common	Stock		05/06/2021					A		2,720	A	\$ 0	308,606			D	
			Table II					quire	ed, Disp	osed o	of, or Ben	reficia	lly Owned		trol numbe	r.	
1. Title of Derivative Security (Instr. 3) Price of Derivative Security			Execution l Year) any	d Oate, if	if Transaction Code (Instr. 8)		5.				cisable on Date	7. T Am Und Sec	Citle and ount of derlying urities str. 3 and		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownersh Form of Derivati Security Direct (I or Indire	Beneficia Ownersh (Instr. 4)
									Date Exerci		Expiration Date	n Titl	Amount or Number of				

Reporting Owners

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

Signatures

Lisa Kwon, as Attorney-in-Fact for John Tartol	05/10/2021
**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) Consists of restricted stock units ("RSUs") granted under the Herbalife Ltd. 2014 Stock Incentive Plan. The RSUs will vest 100% on April 15, 2022, subject to continued service on the Issuer's Board of Directors through such date.

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.