

HERBALIFE LTD.  
Form 3  
November 07, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Aspauza Jossie		(Month/Day/Year)	HERBALIFE LTD. [HLF]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		10/30/2014		
800 W. OYMPIC BLVD.,Â SUITE 406			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
LOS ANGELES,Â CAÂ 90015			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			VP, SAM/CAM	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,248	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Amount or Number of Shares			or Indirect (I) (Instr. 5)	
Stock Appreciation Rights	Â (1)	12/31/2017	Common Stock	3,600	\$ 20.14	D	Â
Stock Appreciation Rights	Â (2)	02/28/2018	Common Stock	600	\$ 21.56	D	Â
Stock Appreciation Rights	Â (3)	02/27/2019	Common Stock	1,840	\$ 6.82	D	Â
Stock Appreciation Rights	Â (4)	05/07/2020	Common Stock	1,854	\$ 22.94	D	Â
Stock Appreciation Rights	Â (5)	05/18/2021	Common Stock	2,257	\$ 53.29	D	Â
Stock Appreciation Rights	Â (6)	05/31/2022	Common Stock	5,409	\$ 44.79	D	Â
Stock Appreciation Rights	Â (7)	09/01/2022	Common Stock	453	\$ 48.39	D	Â
Stock Appreciation Rights	Â (8)	12/19/2023	Common Stock	2,512	\$ 79.58	D	Â
Stock Appreciation Rights	Â (9)	04/30/2024	Common Stock	3,752	\$ 59.98	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aspauza Jossie 800 W. OLYMPIC BLVD. SUITE 406 LOS ANGELES, CA 90015	Â	Â	Â VP, SAM/CAM	Â

## Signatures

Jossie Aspauza by Jim Berklas,  
Attorney-in-Fact

11/07/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) These stock appreciation rights were fully vested as of December 31, 2010.
- (2) These stock appreciation rights were fully vested as of February 28, 2011.
- (3) These stock appreciation rights were fully vested as of February 27, 2012.
- (4) These stock appreciation rights were fully vested as of May 7, 2013.

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- (5) These stock appreciation rights were fully vested as of May 18, 2014.
- (6) 40% of these stock appreciation rights were vested as of May 31, 2014 and the remaining 60% will vest May 31, 2015.
- (7) 40% of these stock appreciation rights were vested as of September 1, 2014 and the remaining 60% will vest September 1, 2015.
- (8) 20% of these stock appreciation rights vested on June 21, 2014, 20% will vest June 21, 2015 and the remaining 60% will vest June 21, 2016.
- (9) 20% of these stock appreciation rights will vest April 30, 2015, 20% will vest April 30, 2016 and the remaining 60% will vest April 30, 2017.

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

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