

HERBALIFE LTD.  
Form 8-K  
April 09, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): April 9, 2007

**HERBALIFE LTD.**

(Exact name of registrant as specified in its charter)

**Cayman Islands**

(State or other jurisdiction  
of incorporation)

**1-32381**

(Commission File Number)

**98-0377871**

(I.R.S. Employer  
Identification Number)

**PO Box 309 GT, Uglan House, South Church Street, Grand Cayman, Cayman Islands**

**(Address of principal executive offices)**

Registrant's telephone number, including area code: c/o (310) 410-9600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On April 9, 2007, Herbalife Ltd. (the Company ) issued a press release announcing that discussions between the Special Committee of the Board of Directors and Whitney V, L.P. described in Amendment No. 7 to the Schedule 13D of Whitney filed on April 5, 2007, have terminated. In light of these developments, the Board of Directors has terminated the term of the Special Committee and the Special Committee has been disbanded. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| Exhibit | Description of Exhibit                              |
|---------|---|
| 99.1    | Press Release of Herbalife Ltd. dated April 9, 2007 |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*Dated: April 9, 2007*

*Herbalife Ltd.*

By: /s/ Brett Chapman

Name: *Brett Chapman*

Title: *General Counsel*