JOHNSON MICHAEL

Form 4 May 09, 2012

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

OMB APPROVAL

Form 4 or
Form 5
obligations
may continue.

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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON MICHAEL			2. Issue Symbol	r Name and	d Ticker or Trading	5. Relationship Issuer	5. Relationship of Reporting Person(s) to Issuer			
			HERBA	ALIFE LT	TD. [HLF]	(C	heck all application	able)		
(Last)	(First) (N	(Iiddle)	3. Date of	f Earliest T	ransaction					
800 W. OLYMPIC BOULEVARD, #406			(Month/I 05/08/2	Day/Year) 012		below)	give title below) Chairman & CH	Other (specify		
(Street)			4. If Ame	endment, Da	ate Original	6. Individual o	6. Individual or Joint/Group Filing(Check			
LOS ANGELES, CA 90015			Filed(Mo	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Securities A	cquired, Dispose	d of, or Benefi	cially Owned		
1.Title of	2. Transaction Date	2A. Deen	ned	3.	4. Securities	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution	n Date, if	Transactio	onAcquired (A) or	Securities	Ownership	Indirect		
(Instr. 3)		any		Code	Disposed of (D)	Beneficially	Form: Direct	Beneficial		
		(Month/D	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	(D) or	Ownership		

Security	(Month/Day/Year)	Execution Date, if any	TransactionAcquired (A) or				Securities	Ownership	Indirect
(Instr. 3)			Code	* '		Beneficially	Form: Direct	Beneficial	
		(Month/Day/Year)	(Instr. 8)			Owned	(D) or	Ownership	
					(A) or		Following Reported Transaction(s)	Indirect (I) (Instr. 4)	(Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	05/08/2012		F(1)	8,747	D	\$0	919,606	D	
Common Stock							79,420	I	Beneficially owned through Spouse's GRAT
Common Stock							79,420	I	Beneficially owned through GRAT

Common Stock

113,122

Beneficially owned through Michael O.

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Johnson IRA

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	1
Derivative	Conversion	(
Security	or Exercise	
(Instr. 3)	Price of	
, , ,	Derivative	
	Security	
	·	

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)

if TransactionNumber
Code of
ur) (Instr. 8) Derivative
Securities
Acquired
(A) or

6. Date Exercisable and Expiration Date (Month/Day/Year)

1 7. Title and Amount of Underlying Securities (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5)

Secur Bene Own Follo Repo Trans

(Insti

ıt

Expiration Date

Title Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Code V (A) (D)

Disposed

(Instr. 3, 4, and 5)

of (D)

Director 10% Owner Officer

Other

JOHNSON MICHAEL

800 W. OLYMPIC BOULEVARD, #406

X

Chairman & CEO

Date Exercisable

LOS ANGELES, CA 90015

Signatures

Michael O. Johnson by Brett R. Chapman, Attorney-in-Fact

05/09/2012

**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) Pursuant to the Issuer's 2005 Stock Incentive Plan and the terms of the related award agreement, shares of the Issuer's common stock are issued to the Reporting Person as his restricted stock units vest, with a portion of the newly issued shares automatically withheld by the

Reporting Owners 2

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Issuer to satisfy the resulting withholding tax obligation. This Statement of Changes of Beneficial Ownership has been filed to reflect that withholding of shares due to a recent vesting of restricted stock units held by the Reporting Person. The withholding of the newly issued shares occurred automatically upon the vesting of the restricted stock units, and as such, no investment decision was made by the Reporting Person in connection with this transfer.

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.