HERBALIFE LTD.
Form 3
November 07, 2014

FORM 3

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

OMB APPROVAL

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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 *
Â Aspauza Jossie
(Last) (First) (Middle)

800 W. OYMPIC BLVD.,Â SUITE 406
(Street)

LOS ANGELES,Â CAÂ 90015
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
10/30/2014

3. Issuer Name **and** Ticker or Trading Symbol
HERBALIFE LTD. [HLF]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP, SAM/CAM

5. 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

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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	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. OYMPIC BLVD. SUITE 406 LOS ANGELES,Â CAÂ 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 apprecation rights were fully vested as of February 28, 2011.

(3) These stock apprecation rights were fully vested as of February 27, 2012.

(4) These stock appreciation rights were fully vested as of May 7, 2013.

(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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