



				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	Â (2)	04/03/2014	Common Stock	25,000	\$ 8.02	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (3)	09/01/2014	Common Stock	7,500	\$ 25	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (3)	09/01/2014	Common Stock	7,500	\$ 21	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (3)	09/01/2014	Common Stock	7,500	\$ 17	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (3)	09/01/2014	Common Stock	7,500	\$ 13	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (3)	09/01/2014	Common Stock	7,500	\$ 9	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (4)	04/27/2015	Common Stock	25,000	\$ 15	D	Â
Stock Appreciation Rights	Â (5)	03/23/2016	Common Stock	17,500	\$ 32.79	D	Â
Stock Appreciation Rights	Â (6)	06/29/2016	Common Stock	6,000	\$ 39.05	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zimmer Thomas 1800 CENTURY PARK EAST LOS ANGELES, CA 90067	Â	Â	Â SVP, North America	Â

## Signatures

Vicki Tuchman by Power of Attorney  
08/22/2006

\_\_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) Consists of grant of restricted stock units under the Herbalife Ltd. 2005 Stock Incentive Plan. Each restricted stock unit represents a contingent right to receive one share of Common Stock and vests with respect to 1/3 of the stock units awarded on April 23, 2007, March 23, 2008 and March 23, 2009.
  - (2) Option vests 5% on 4/3/2004 and 5% quarterly increments thereafter commencing on June 30, 2004 and on the last day of each subsequent calendar quarter thereafter until fully vested.
  - (3) Option vests in 5% quarterly increments commencing on September 30, 2004 and on the last day of each subsequent calendar quarter thereafter until fully vested.

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- (4) Option vests in 5% quarterly increments commencing on 6/30/05 and on the last day of each subsequent calendar quarter thereafter until fully vested.
- (5) Stock Appreciation Rights vest in 5% quarterly increments commencing on March 31, 2006 and on the last day of each subsequent calendar quarter thereafter until fully vested.
- (6) Stock Appreciation Rights vest in 5% quarterly increments commencing on June 30, 2006 and on the last day of each subsequent calendar quarter thereafter until fully vested.

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.