

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)

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

5. If Amendment, Date Original Filed(Month/Day/Year)

800 W. OYMPIC BLVD.,Â SUITE 406

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other (give title below) (specify below)

VP, SAM/CAM

LOS ANGELES,Â CAÂ 90015

(City)

(State)

(Zip)

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)

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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 Berklaas,
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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