HERBALIFE LTD. Form SC 13G January 21, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Information to be included in Statements filed pursuant to Rules

13d-1(b), (c) and (d) and amendments thereto filed pursuant to

Rule 13d-2(b)

(Amendment No.)

Herbalife Ltd.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

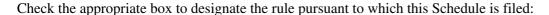
G4412G101

(CUSIP Number)

December 31, 2014

(Date of Event That Requires Filing of this Statement)

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- x Rule 13d-1(b)
- "Rule 13d-1(c)
- "Rule 13d-1(d)
- * The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO(s).				
1.	Names	of l	Reporting Persons	
2.	Check		p AG directly and on behalf of certain subsidiaries Appropriate Box if a Member of a Group	
3.	SEC U	SE	ONLY	
4.	Citizen	ıship	o or Place of Organization	
	Switze		d Sole Voting Power	
Nun	nber of			
Sł	nares	6.	5,871,468 Shared Voting Power	
Bene	eficially			
	ned by	7.	0 Sole Dispositive Power	
Rep	orting			
Pe	erson	8.	5,871,468 Shared Dispositive Power	
V	Vith:			
9.	Aggreg	gate	0 Amount Beneficially Owned by Each Reporting Person:	

5,871,468

10. Check if the Aggregate Amount in Row 9 Excludes Certain Shares

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11. Percent of Class Represented by Amount in Row 9

6.40%

12. Type of Reporting Person

BK

CUSIP NO(s).		Page 3 of []
Item 1(a)	Name of Issuer	
	Herbalife Ltd.	
Item 1(b)	Address of Issuer s Principal Executive Offices:	
	P.O. Box 309GT	
	Ugland House	
	South Church Street	
	George Town E9 00000	
	310 410 9600	
Item 2(a)	Name of Person Filing:	
	UBS Group AG	
Item 2(b)	Address of Principal Business Office:	
	UBS Group AG	
	Bahnhofstrasse 45	
	PO Box CH-8021	
	Zurich, Switzerland	
Item 2(c)	Citizenship or Place of Organization:	
	Switzerland	
Item 2(d)	Title of Class of Securities	
	Common Stock	

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Item 2(e) CUSIP Number(s):

G4412G101

Item 3. Type of Person Filing:

UBS Group AG is classified as a Bank as defined in section 3(a)(6) of the Securities Act of 1933 pursuant to no-action relief granted by the staff of the Securities and Exchange Commission.

Item 4 (a)-(c)(iv). Ownership:

Items 5-11 of the cover page are incorporated by reference.

CUSIP NO(s). Page 4 of []

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof

the reporting person has ceased to be the beneficial owner of more than five

percent of the class of securities, check the following //.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7. Identification and Classification of the Subsidiary That Acquired the

Security Being Reported on By the Parent Holding Company:

This statement on Schedule 13G is being filed by UBS Group AG on behalf of itself and its wholly owned subsidiary UBS Securities LLC, UBS AG London Branch and UBS Financial Services Inc.

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10. Certification:

By signing below, the undersigned certify that, to the best of their knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP NO(s). Page 5 of []

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: /s/ Anthony DeFilippis Executive Director

By: /s/ John Lindley Associate Director

Date: January 21, 2015