Edgar Filing: DeSimone John - Form 4

DeCimena Lab

| Form 4 | | | | | | | | | | | |
|---|--------------------------------------|---------------------------------------|--|--|---|--|--|--|--|---|--|
| June 13, 2011 FORM | 1 | STATES | SECUR | ITIES A | ND EXC | CHAI | NGE (| COMMISSION | | PPROVAL | |
| Check this box if no longer subject to STATEMENT OF CHANG | | | | shington, D.C. 20549 | | | | | Number: Expires: | 3235-0287 January 31, 2005 | |
| | | | | GES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | Estimated average burden hours per response 0.5 | | | |
| Form 5 obligation may conti <i>See</i> Instru 1(b). | nue. Section 170 | (a) of the P | ublic Uti | | ing Com | pany | Act o | ge Act of 1934, f 1935 or Sectio 40 | 'n | | |
| (Print or Type R | esponses) | | | | | | | | | | |
| DeSimone John Symbol | | | | r Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | | | | | Earliest Transaction (Chec | | | | ek all applicable) | | |
| 800 W. OLY #406 | MPIC BOULE | | (Month/Da 06/10/20 | • | | | | Director X_ Officer (give below) Chief | | 6 Owner er (specify eer | |
| | | | nendment, Date Original Ionth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person | | | | |
| LOS ANGE | LES, CA 90015 | | | | | | | Form filed by M Person | More than One Ro | eporting | |
| (City) | (State) | (Zip) | Table | I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Year | Execution any | | Code (Instr. 8) | 4. Securi onAcquired Disposed (Instr. 3, | l (A) o l of (D 4 and (A) or |)) 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 06/10/2011 | | | A Code V | Amount 157 (1) | (D) A | Price \$ 0 | 44,665 <u>(2)</u> | D | | |

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.

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transact Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr |
|---|---|---|---|--------------------------------------|---|---------------------|--------------------|-------|--|---|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| DeSimone John 800 W. OLYMPIC BOULEVARD, #406 LOS ANGELES, CA 90015 | | | Chief Financial Officer | | | | |
| Signatures | | | | | | | |
| John DeSimone by Brett R. Chapman, Attorney-in-Fact | 06/13/2011 | | | | | | |
| **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).
- Consists of dividend equivalents accrued with respect to previous awards of restricted stock units granted under the Herbalife Ltd. 2005 Stock Incentive Plan.
- (2) On May 17, 2011, the common stock of Herbalife Ltd. split 2-for-1, resulting in the reporting person's acquisition of 22254 additional shares of common stock.

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.