

December 16, 2013



## **Herbalife Ltd. Announces Completion of Re-Audit for Fiscal 2010, 2011 and 2012 and Filing of Amended Form 10-K/A for Fiscal 2012 and Amended 10-Q/A for the First, Second and Third Fiscal Quarters of 2013**

LOS ANGELES--(BUSINESS WIRE)-- Global nutrition company, Herbalife (NYSE: HLF), today announced that PricewaterhouseCoopers LLP, Herbalife's independent registered public accounting firm ("PwC"), has completed its re-audit of the Company's consolidated financial statements for the fiscal years ended December 31, 2010, 2011 and 2012, and the audit of the effectiveness of the Company's internal control over financial reporting as of December 31, 2012.

Today, the Company filed an amended 10-K/A for the fiscal year ended December 31, 2012, following the completed re-audit of the Company's 2010, 2011 and 2012 financial statements. Additionally, the Company today filed amended 10-Q/As for each of these quarters of 2013 following the completion of SAS 100 reviews of those periods by PwC. With these amended filings, the Company is now up to date with its SEC periodic filings. There were no material changes to the Company's audited 2010, 2011 or 2012 financial statements included in the amended 10-K/A or to the Company's first, second or third quarter 2013 financial statements included in the amended 10-Q/As as compared with the Company's previously filed financial statements for and as of each of such periods<sup>1</sup>.

As previously announced, the change in the Company's independent auditors to PwC, and the corresponding need to perform re-audits, was the result of the resignation of Herbalife's former independent auditor, KPMG LLP ("KPMG") due to the impairment of KPMG's independence resulting from its now former partner's unlawful activities. As previously publicly stated by KPMG, their resignation was not related to Herbalife's financial statements, its accounting practices, the integrity of Herbalife's management, or any other reason.

### **About Herbalife Ltd.**

Herbalife Ltd. (NYSE:HLF) is a global nutrition company that sells weight-management, nutrition and personal care products intended to support a healthy lifestyle. Herbalife products are sold in more than 90 countries to and through a network of independent distributors. The company supports the Herbalife Family Foundation and its Casa Herbalife program to help bring good nutrition to children. Herbalife's website contains information

about Herbalife, including financial and other information for investors at <http://ir.Herbalife.com>. The company encourages investors to visit its website from time to time, as information is updated and new information is posted.

## **FORWARD-LOOKING STATEMENTS**

*This document contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements other than statements of historical fact are “forward-looking statements” for purposes of federal and state securities laws, including any projections of earnings, revenue or other financial items; any statements of the plans, strategies and objectives of management for future operations; any statements concerning proposed new services or developments; any statements regarding future economic conditions or performance; any statements of belief; and any statements of assumptions underlying any of the foregoing. Forward-looking statements may include the words “may,” “will,” “estimate,” “intend,” “continue,” “believe,” “expect” or “anticipate” and any other similar words.*

*Although we believe that the expectations reflected in any of our forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any of our forward-looking statements. Our future financial condition and results of operations, as well as any forward-looking statements, are subject to change and to inherent risks and uncertainties, such as those disclosed or incorporated by reference in our filings with the Securities and Exchange Commission. Important factors that could cause our actual results, performance and achievements, or industry results to differ materially from estimates or projections contained in our forward-looking statements include, among others, the following:*

- any collateral impact resulting from the ongoing worldwide financial environment, including the availability of liquidity to us, our customers and our suppliers or the willingness of our customers to purchase products in a difficult economic environment;
- our relationship with, and our ability to influence the actions of, our distributors;
- improper action by our employees or distributors in violation of applicable law;
- adverse publicity associated with our products or network marketing organization, including our ability to comfort the marketplace and regulators regarding our compliance with applicable laws;
- changing consumer preferences and demands;
- our reliance upon, or the loss or departure of any member of, our senior management team which could negatively impact our distributor relations and operating results;
- the competitive nature of our business;
- regulatory matters governing our products, including potential governmental or regulatory actions concerning the safety or efficacy of our products and network marketing program, including the direct selling market in which we operate;
- legal challenges to our network marketing program;
- risks associated with operating internationally and the effect of economic factors,

including foreign exchange, inflation, disruptions or conflicts with our third party importers, pricing and currency devaluation risks, especially in countries such as Venezuela;

- uncertainties relating to the application of transfer pricing, duties, value added taxes, and other tax regulations, and changes thereto;
- uncertainties relating to interpretation and enforcement of legislation in China governing direct selling;
- uncertainties relating to the interpretation, enforcement or amendment of legislation in India governing direct selling;
- our inability to obtain the necessary licenses to expand our direct selling business in China;
- adverse changes in the Chinese economy, Chinese legal system or Chinese governmental policies;
- our dependence on increased penetration of existing markets;
- contractual limitations on our ability to expand our business;
- our reliance on our information technology infrastructure and outside manufacturers;
- the sufficiency of trademarks and other intellectual property rights;
- product concentration;
- changes in tax laws, treaties or regulations, or their interpretation;
- taxation relating to our distributors;
- product liability claims;
- whether we will purchase any of our shares in the open markets or otherwise; and
- share price volatility related to, among other things, speculative trading and certain traders shorting our common shares.

*We do not undertake any obligation to update or release any revisions to any forward-looking statement or to report any events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, except as required by law.*

<sup>1</sup> Please refer to the Explanatory Notes included in the Company's amended 10-K/A for the fiscal year ended December 31, 2012 and in the amended 10-Q/As for each of the 2013 quarters which summarize those changes made as a result of the filings made today.

Herbalife Ltd.

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Source: Herbalife Ltd.