

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

AMENDMENT NO. 18

TO

SCHEDULE 13D

Under the Securities Exchange Act of 1934

THE LIMITED, INC.

(Name of Issuer)

COMMON STOCK, \$0.50 PAR VALUE

532716-107

(Title of class of securities)

(CUSIP number)

DENNIS J. BLOCK, ESQ.  
WEIL, GOTSHAL & MANGES LLP  
767 FIFTH AVENUE  
NEW YORK, NEW YORK 10153  
(212) 310-8000

(Name, address and telephone number of person authorized to receive  
notices and communications)

APRIL 9, 1998

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report  
the acquisition that is the subject of this Schedule 13D, and is filing this  
schedule because of Rules 13d-1(e), (f) or (g), check the following box .

NYFS01...:\08\80808\0004\139\SCH4148K.330

CUSIP No. 532716-107

13D-PAGE 2

1 NAME OF REPORTING PERSON: Leslie H. Wexner

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (A)   
(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES	7	SOLE VOTING POWER:	55,184,810
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	2,947,117
EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER:	55,715,300
	10	SHARED DISPOSITIVE POWER:	2,947,117

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 58,662,417

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:  [X]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 21.5%

14 TYPE OF REPORTING PERSON: IN

SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON: The Wexner Foundation

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(A)   
(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Ohio

NUMBER OF 7 SOLE VOTING POWER: 1,208,317  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: -0-  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 1,208,317  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 1,208,317

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.4%

14 TYPE OF REPORTING PERSON: 00

SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON: Health and Science Interests II

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (A)   
(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Ohio

NUMBER OF SHARES	7	SOLE VOTING POWER:	350,000
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	-0-
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	350,000
PERSON WITH	10	SHARED DISPOSITIVE POWER:	-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 350,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.1%

14 TYPE OF REPORTING PERSON: 00

SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON: The Wexner Children's Trust

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(A)

(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Ohio

NUMBER OF 7 SOLE VOTING POWER: 18,750,000  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: -0-  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 18,750,000  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 18,750,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 6.9%

14 TYPE OF REPORTING PERSON: 00

SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON: Harry, Hannah and David Wexner Trust

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(A)   
(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Ohio

NUMBER OF 7 SOLE VOTING POWER: 1,388,800  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: -0-  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 1,388,800  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 1,388,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.5%

14 TYPE OF REPORTING PERSON: 00

SEE INSTRUCTIONS BEFORE FILLING OUT!

This Amendment No. 18 relates to the Schedule 13D dated June 25, 1985, as amended in certain respects by Amendments No. 1 through 17 thereto, filed by a group currently comprised of Leslie H. Wexner, The Wexner Foundation, Health and Science Interests II, The Wexner Children's Trust and the Harry, Hannah and David Wexner Trust (collectively, the "Purchasers").

Item 2. Identity and Background.

Since the filing of Amendment No. 17, Health and Science Interests and the Harry and Hannah Wexner Trust disposed of all of their shares of Common Stock. Accordingly, such persons are no longer members of the Purchasers' group.

Item 5. Interest in Securities of the Issuer.

(a) As of April 14, 1998, the Purchasers beneficially owned the following shares of the Common Stock (the approximate percentages of the shares of Common Stock owned as indicated in parenthesis below are based on the 272,491,148 shares reported as outstanding in the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended November 1, 1997):

1. Leslie H. Wexner	58,662,417(1)(2)(3)(4)(5)	21.5%
2. The Wexner Foundation	1,208,317(1)	0.4%
3. Health and Science Interests II	350,000(2)	0.1%
4. The Wexner Children's Trust	18,750,000(4)	6.9%
5. Harry, Hannah and David Wexner Trust	1,388,800(5)	0.5%

- 
- (1) Power to vote or direct the disposition of the 1,208,317 shares held by The Wexner Foundation may be deemed to be shared by Leslie H. Wexner and Jeffrey E. Epstein as the trustees of The Wexner Foundation. Leslie H. Wexner and Jeffrey E. Epstein disclaim beneficial ownership of the shares held by The Wexner Foundation.
  - (2) Power to vote or direct the disposition of the 350,000 shares held by Health and Science Interests II may be deemed to be shared by Leslie H. Wexner as grantor and Jeffrey E. Epstein as trustee thereof. Leslie H. Wexner and Jeffrey E. Epstein disclaim beneficial ownership of shares held by Health and Science Interests II.
  - (3) Includes 530,490 shares held in The Limited, Inc. Savings and Retirement Plan for Mr. Wexner's account (as of December 31, 1997) over which he exercises dispositive but not voting control and 175,000 shares issuable upon exercise of options held by Mr. Wexner. Excludes 475 shares held directly by Mr. Wexner's spouse and 200,000 shares held in a trust of which Mr. Wexner's spouse is a beneficiary, as to which Mr. Wexner disclaims beneficial ownership.
  - (4) Power to vote or direct the disposition of the 18,750,000 shares held by Leslie H. Wexner as the sole trustee of The Wexner Children's Trust.
  - (5) Power to vote or direct the disposition of the 1,388,800 shares held by the Harry, Hannah and David Wexner Trust may be deemed to be shared by Leslie H. Wexner and Jeffrey E. Epstein as trustees of such trust.

(b) The responses of the Purchasers to Item 7 through 11 of the portions of the cover pages of this Amendment No. 18 to the Schedule 13D which relate to the beneficial ownership of shares of the Common Stock are incorporated herein by reference.

(c) Since the filing of Amendment No. 17 to Schedule 13D, the Purchasers effected the following transactions in the Common Stock:

Person -----	Date of Transaction -----	Amount of Securities -----	Price per Share -----	Where and How Effected -----
Leslie H. Wexner	3/13/98	500,000 shares	N/A	Contribution to Health and Science Interests
Health and Science Interests	3/13/98	500,000 shares	N/A	Receipt of contribution from Leslie H. Wexner
"	4/9/98	2,500,000 shares	\$28.61875	Private sale
Harry and Hannah Wexner Trust	3/17/98	144,600 shares	\$29.875	NYSE (sale)
Harry, Hannah and David Wexner Trust	3/17/98	800,000 shares	\$29.875	NYSE (sale)
The Wexner Foundation	3/17/98	199,400 shares	\$29.875	NYSE (sale)

(d), (e): Not Applicable

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.

Dated: April 14, 1998

/s/Leslie H. Wexner

-----  
Leslie H. Wexner

THE WEXNER FOUNDATION

By: /s/Darren K. Indyke

-----  
Darren K. Indyke, Secretary

HEALTH AND SCIENCE INTERESTS

By: /s/Jeffrey E. Epstein

-----  
Jeffrey E. Epstein, Trustee

HEALTH AND SCIENCE INTERESTS II

By: /s/Jeffrey E. Epstein

-----  
Jeffrey E. Epstein, Trustee

THE WEXNER CHILDREN'S TRUST

By: /s/Leslie H. Wexner

-----  
Leslie H. Wexner, Trustee

HARRY AND HANNAH WEXNER TRUST

By: /s/Jeffrey E. Epstein

-----  
Jeffrey E. Epstein, Trustee

HARRY, HANNAH AND DAVID WEXNER TRUST

By: /s/Jeffrey E. Epstein

-----  
Jeffrey E. Epstein, Trustee