

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Wexner Leslie H.</u> (Last) (First) (Middle) <u>C/O LIMITED BRANDS, INC.</u> <u>THREE LIMITED PARKWAY</u> (Street) <u>COLUMBUS OH 43216</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LIMITED BRANDS INC [LTD]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/27/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/27/2012		M ⁽¹⁾		516,630	A	(2)	21,389,194 ⁽³⁾⁽⁴⁾⁽⁵⁾	D ⁽³⁾⁽⁴⁾⁽⁵⁾	
Common Stock	03/27/2012		G ⁽⁶⁾	V	2,000,000	D	(2)	19,389,194 ⁽³⁾⁽⁴⁾⁽⁵⁾	D ⁽³⁾⁽⁴⁾⁽⁵⁾	
Common Stock	03/27/2012		G ⁽⁶⁾	V	2,000,000	A	(2)	2,478,115 ⁽⁴⁾⁽⁵⁾⁽⁷⁾	I ⁽⁴⁾⁽⁵⁾⁽⁷⁾	The Wexner Children's Trust II
Common Stock	03/27/2012		S		2,000,000	D	\$48.76	478,115 ⁽⁴⁾⁽⁵⁾⁽⁷⁾	I ⁽⁴⁾⁽⁵⁾⁽⁷⁾	The Wexner Children's Trust II
Common Stock	03/27/2012		S		2,000,000	D	\$48.76	11,705,880 ⁽⁴⁾⁽⁵⁾⁽⁸⁾	I ⁽⁴⁾⁽⁵⁾⁽⁸⁾	The Linden Trust

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

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock option settlement right ⁽¹⁾	(2)	03/27/2012		M ⁽¹⁾			516,630	(1)	12/31/2012	Common Stock	516,630	(2)	0	D ⁽³⁾⁽⁵⁾	

1. Name and Address of Reporting Person*
Wexner Leslie H.
 (Last) (First) (Middle)
C/O LIMITED BRANDS, INC.
THREE LIMITED PARKWAY
 (Street)
COLUMBUS OH 43216
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WEXNER ABIGAIL S
 (Last) (First) (Middle)

LIMITED BRANDS INC
THREE LIMITED PARKWAY

(Street)		
COLUMBUS	OH	43216
(City)	(State)	(Zip)

Explanation of Responses:

1. Delivery by Issuer of shares to Leslie H. Wexner ("Mr. Wexner") pursuant to terms of amended stock option. The stock option was previously amended to provide, in general and among other things, that following exercise of the option the Issuer will be obligated to deliver to Mr. Wexner, after compliance with certain regulatory requirements, newly-issued underlying shares of Common Stock.
2. Not applicable.
3. Owned by Mr. Wexner directly. Owned by Abigail S. Wexner ("Mrs. Wexner") indirectly, through Mr. Wexner.
4. See Exhibit 99.1 for a table of all non-derivative shares of the Issuer beneficially owned directly or indirectly by Mr. Wexner and Mrs. Wexner.
5. Mr. Wexner and Mrs. Wexner disclaim beneficial ownership of all indirectly owned securities reported on this Form in excess of their respective pecuniary interests therein.
6. Transfer of shares from Mr. Wexner to The Wexner Children's Trust II.
7. Owned by Mrs. Wexner indirectly. Owned by Mr. Wexner indirectly, through Mrs. Wexner.
8. Owned by Mr. Wexner indirectly. Owned by Mrs. Wexner indirectly, through Mr. Wexner.

Remarks:

Exhibit 99.1: Additional Responses and Joint Filer Information, incorporated herein by reference.

/s/ Leslie H. Wexner

03/29/2012

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Name and Address of Reporting Person:

Leslie H. Wexner
c/o Limited Brands, Inc.
Three Limited Parkway
Columbus, OH 43216

Issuer Name and Ticker or Trading Symbol:

Limited Brands, Inc. (LTD)

Date of Earliest Transaction Required
to be Reported (Month/Day/Year):

3/27/2012

<u>Title of Security</u>	<u>Amount of Securities Beneficially Owned Following Reported Transaction(s)</u>	<u>Ownership Form: Direct (D) or Indirect (I)</u>	<u>Nature of Indirect Beneficial Ownership</u>
Common Stock	19,389,194	D/I (2)	(2)
Common Stock	8,600,686	D/I (1)	(1)
Common Stock	11,705,880	I (3)	The Linden Trust
Common Stock	4,892,608	I (3)	Wexner Personal Holdings Corporation
Common Stock	478,115	I (4)	The Wexner Children's Trust II
Common Stock	1,689,826 (5)	I (3)	Held in Limited Brands, Inc. Savings and Retirement Plan for Leslie H. Wexner's account

See Notes on next page.

Name and Address of Reporting Person:

Leslie H. Wexner
c/o Limited Brands, Inc.
Three Limited Parkway
Columbus, OH 43216

Issuer Name and Ticker or Trading Symbol:

Limited Brands, Inc. (LTD)

Date of Earliest Transaction Required
to be Reported (Month/Day/Year):

3/27/2012

Notes:

- (1) Owned by Abigail S. Wexner ("Mrs. Wexner") directly. Owned by Leslie H. Wexner ("Mr. Wexner") indirectly, through Mrs. Wexner.
- (2) Owned by Mr. Wexner directly. Owned by Mrs. Wexner indirectly, through Mr. Wexner.
- (3) Owned by Mr. Wexner indirectly. Owned by Mrs. Wexner indirectly, through Mr. Wexner.
- (4) Owned by Mrs. Wexner indirectly. Owned by Mr. Wexner indirectly, through Mrs. Wexner.
- (5) Based on account balance as of February 29, 2012. The Savings and Retirement Plan is a "qualified plan" within the meaning of Rule 16b-3.

Mr. Wexner and Mrs. Wexner disclaim beneficial ownership of all indirectly owned securities reported on this Form in excess of their respective pecuniary interests therein.

This Form does not report the shares of Common Stock owned by The Wexner Family Charitable Fund (for which each of Mr. and Mrs. Wexner serve as a trustee) because Mr. and Mrs. Wexner do not have a pecuniary interest in such shares, as the charitable fund is a tax exempt organization pursuant to IRC Section 501(c)(3).

Joint Filer Information

Name of Joint Filer: Abigail S. Wexner

Address of Joint Filer: c/o Limited Brands, Inc.
Three Limited Parkway
Columbus, OH 43216

Relationship of Joint Filer to Issuer: Director

Issuer Name and Ticker or Trading Symbol: Limited Brands, Inc. (LTD)

Date of Earliest Transaction Required
to be Reported (Month/Day/Year): 3/27/2012

Designated Filer: Leslie H. Wexner

Signature:

/s/ Abigail S. Wexner
Abigail S. Wexner

March 29, 2012
Date