

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): September 17, 2002

Limited Brands, Inc.
(Exact Name of Registrant
as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

1-8344
(Commission File Number)

31-1029810
(IRS Employer Identification No.)

Three Limited Parkway
Columbus, OH
(Address of Principal Executive Offices)

43216
(Zip Code)

(614) 415-7000
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Item 7. Exhibits.

- (a) Exhibit 99.1 Certification by Chief Executive Officer of Limited Brands, Inc. pursuant to SEC Order 4-460.
- (b) Exhibit 99.2 Certification by Chief Financial Officer of Limited Brands, Inc. pursuant to SEC Order 4-460.

Item 9. Regulation FD Disclosure.

Limited Brands, Inc. is furnishing under Item 9 of this Current Report on Form 8-K the information included as Exhibits 99.1 and 99.2 to this Report. Exhibits 99.1 and 99.2 consist of copies of the certifications required by SEC Order 4-460. The information included in Exhibits 99.1 and 99.2 is furnished pursuant to Item 9 and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Limited Brands, Inc

Date: September 17, 2002

By /s/ Samuel P. Fried
Name: Samuel P. Fried
Title: Senior Vice President and
General Counsel

Statement Under Oath of Principal Executive Officer of Limited Brands, Inc.
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Leslie H. Wexner, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Limited Brands, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended February 2, 2002 of Limited Brands, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Limited Brands, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/Leslie H. Wexner
Leslie H. Wexner
Chairman and Chief Executive Officer
September 17, 2002

Subscribed and sworn to
before me this 17th day of September 2002.
/s/ Dionne C. Strange
Dionne C. Strange
Notary Public
My Commission Expires: March 7, 2007

Statement Under Oath of Principal Financial Officer of Limited Brands, Inc.
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, V. Ann Hailey, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Limited Brands, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended February 2, 2002 of Limited Brands, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Limited Brands, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ V. Ann Hailey
V. Ann Hailey
Executive Vice President and
Chief Financial Officer
September 17, 2002

Subscribed and sworn to
before me this 17th day of September 2002.
/s/ Dionne C. Strange
Dionne C. Strange
Notary Public
My Commission Expires: March 7, 2007