

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

May 19, 1998  
Date of Report (Date of earliest event reported)

THE LIMITED, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State of other  
jurisdiction  
of incorporation)

1-8344  
(Commission  
File no.)

31-1029810  
(IRS Employer  
Identification No.)

Three Limited Parkway  
P.O. Box 16000  
Columbus, OH 43230  
(614) 479-7000  
(Address of principal executive offices)

Item 5. Other Events

On May 19, 1998, The Limited, Inc. ("The Limited") announced the final results of its offer (the "Exchange Offer") to exchange up to 43,600,000 shares of Class A common stock, par value \$.01 per share (the "A&F Common Stock"), of Abercrombie & Fitch Co. ("A&F"), which The Limited owns, for shares of common stock, par value \$.50 per share (the "Limited Common Stock"), of The Limited upon the terms and subject to the conditions stated in the Offering Circular-Prospectus dated April 15, 1998 (the "Offering Circular--Prospectus"). The Exchange Offer expired at 12:00 midnight, New York City time, on Wednesday, May 13, 1998. The Limited accepted for exchange 47,075,052 shares of Limited Common Stock, at a Final Exchange Ratio (as defined in the Offering Circular-Prospectus) of .86 of a share of A&F Common Stock for each share of Limited Common Stock. See the press release attached as Exhibit 99.1 hereto.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

99.1 Press release dated May 19, 1998

SIGNATURE

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 thereunto duly authorized.

THE LIMITED, INC.

By: /s/ Kenneth B. Gilman

Name: Kenneth B. Gilman  
Title: Vice Chairman of the Board of Directors and  
Chief Administrative Officer

May 20, 1998

EXHIBIT INDEX



THE LIMITED, INC. ANNOUNCES FINAL RESULTS OF  
ABERCROMBIE & FITCH CO. EXCHANGE OFFER

COLUMBUS, Ohio, May 19, 1998 -- The Limited, Inc. (NYSE/LSE: LTD) announced today the final results of the tax-free exchange offer to establish Abercrombie & Fitch Co. (NYSE: ANF) (A&F) as an independent company. The Limited accepted 47,075,052 shares of its common stock to be exchanged at a ratio of .86 of a share of A&F stock for each Limited share. Share certificates and cash in lieu of fractional shares are expected to be mailed to Limited stockholders later this week.

The Limited has set May 29, 1998 as the record date for the pro-rata spin-off of its remaining 3,115,455 A&F shares. Limited shareholders as of that date will receive approximately .0137 of a share of A&F for each Limited share that they own. The spin-off will be consummated and share certificates and cash in lieu of fractional shares will be distributed to Limited stockholders in connection with the spin-off as soon as is practicable thereafter.

The Limited, Inc. through Express, Lerner New York, Lane Bryant, Limited Stores, Structure, Limited Too, Galyan's and Henri Bendel, presently operates 3,684 specialty stores. The Company also owns approximately 83% of Intimate Brands, Inc. (NYSE: IBI) which, through Victoria's Secret Stores and Bath & Body Works presently operates 1,757 specialty stores and distributes apparel internationally through the Victoria's Secret Catalogue.

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For further information, please contact:

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The Limited, Inc.  
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[www.limited.com](http://www.limited.com)