

**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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>01/26/2010</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	01/26/2010		M		2,108	A	\$14.5577	6,834,684 <sup>(1)(2)(3)</sup>	D <sup>(1)(2)(3)</sup>	

**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
Stock Option (right to buy)	\$14.5577 <sup>(4)</sup>	01/26/2010		M		2,108 <sup>(4)</sup>			<sup>(5)</sup>	01/31/2010	Common Stock	2,108 <sup>(4)</sup>	<sup>(6)</sup>	0	D <sup>(1)(2)</sup>

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)
1. Name and Address of Reporting Person* <u>WEXNER ABIGAIL S</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)

**Explanation of Responses:**

- Owned by Abigail S. Wexner ("Mrs. Wexner") directly. Owned by Leslie H. Wexner ("Mr. Wexner") indirectly, through Mrs. Wexner.
- 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.
- 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.
- Reflects adjustments from antidilution etc. pursuant to the Issuer's stock plan.
- The Issuer originally granted 1,000 stock options to Mrs. Wexner with an exercise price of \$30.6875 pursuant to the Issuer's 1996 Stock Plan for Non-Associated Directors. The options vested in installments as follows: 1/31/01 - 250 shares; 1/31/02 - 250 shares; 1/31/03 - 250 shares; 1/31/04 - 250 shares.

6. Not Applicable.

**Remarks:**

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

/s/ Leslie H. Wexner

01/28/2010

\*\* 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): 1/26/2010

<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	20,398,530 (6)	D/I (2)	(2)
Common Stock	6,834,684	D/I (1)	(1)
Common Stock	9,464,446	I (3)	The Linden Trust
Common Stock	126,501	I (4)	Whitebarn GRAT
Common Stock	5,000,000	I (4)	Dogwood Trust
Common Stock	2,202,953	I (3)	The Acorn Trust
Common Stock	5,000,000	I (3)	Cyprus Trust
Common Stock	4,892,608	I (3)	Wexner Personal Holdings Corporation
Common Stock	0 (6)	I (3)	The Concierge Trust
Common Stock	1,356,474 (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): 1/26/2010

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 December 31, 2009. The Savings and Retirement Plan is a “qualified plan” within the meaning of Rule 16b-3.
- (6) Reflects the transfer on December 28, 2010, of 168,561 shares from The Concierge Trust to Mr. Wexner (in a transaction exempt under Rule 16a-13).

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.

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): 1/26/2010

Designated Filer: Leslie H. Wexner

**Signature:**

/s/ Abigail S. Wexner  
Abigail S. Wexner

January 28, 2010  
Date