FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| | | |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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* | | | | | | 2. Issuer Name and Ticker or Trading Symbol LIMITED BRANDS INC [LTD] | | | | | | | | | heck all ap | pplicable) ector | g Person(s) to Issuer 10% Owner | | wner |
|--|--|--|---------------|--|---|---|---|---|-----------------------------------|---|--|------------|---|---|--|---|--|--|------------|
| (Last) (First) (Middle) THREE LIMITED PARKWAY | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2011 | | | | | | | | | X belo | , | | Other (spi below) f HR | | |
| (Street) COLUM (City) | | | 13230 Zip) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Lir | Individual or Joint/Group Filing (Check Applicable le) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| Dat | | | | 2. Transaction Date (Month/Day/Year) | | r) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Disposed Code (Instr. | | ties Acquired (A) o l Of (D) (Instr. 3, 4 | | | Secu Bene | nount of irities eficially ed Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or | Price | Tran | saction(s) r. 3 and 4) | | | (Instr. 4) |
| Common | Common Stock, \$0.50 par value | | | | 2/2011 | | | | A | | 10,414 | . 1 | 4 | \$0.00 | 00 | 158,611 | | | |
| | 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) | rivative curity Conversion Date (Month/Day/Year) Execution Date, if any | | n Date, | | nsaction de (Instr. Scurities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration (Month/E | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Date Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) Amount or Number of Shares | | ount | 8. Price of Derivative Security (Instr. 5) | | Owner Form: Direct or Indi (I) (Ins | (D) rect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

Explanation of Responses:

Robert J. Tannous, Attorneyin-Fact

02/23/2011

** 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.