

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>WEXNER LESLIE H</u> <hr/> (Last) (First) (Middle) <u>C/O LIMITED BRANDS, INC.</u> <u>THREE LIMITED PARKWAY</u> <hr/> (Street) <u>COLUMBUS OH 43216</u> <hr/> (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) <input type="checkbox"/> Other (specify below) <p style="text-align: center;">Chairman and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/05/2007</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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	02/05/2007		A ⁽¹⁾		754	A	\$23.21	8,629,156 ⁽²⁾⁽³⁾	D ⁽²⁾⁽³⁾	
Common Stock	02/06/2007		M		1,000,000	A	\$9.7789	8,453,470 ⁽³⁾⁽⁴⁾	D ⁽³⁾⁽⁴⁾	

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 (right to buy)	\$9.7789 ⁽⁵⁾	02/06/2007		M			1,000,000 ⁽⁵⁾	(6)	07/01/2007	Common Stock	1,000,000 ⁽⁵⁾	(7)	1,872,085 ⁽⁵⁾	D ⁽⁴⁾	

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)
C/O LIMITED BRANDS, INC.
THREE LIMITED PARKWAY

 (Street)
COLUMBUS OH 43216

 (City) (State) (Zip)

Explanation of Responses:

- Non-employee director fees paid in stock to Abigail S. Wexner ("Mrs. Wexner").
- Owned by Mrs. Wexner directly. Owned by Leslie H. Wexner ("Mr. Wexner") indirectly, through Mrs. Wexner. Mr. Wexner disclaims beneficial ownership of all such indirectly owned securities in excess of his pecuniary interest 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.
- Owned by Mr. Wexner directly. Owned by Mrs. Wexner indirectly, through Mr. Wexner. Mrs. Wexner disclaims beneficial ownership of all such indirectly owned securities in excess of her pecuniary interest therein.
- Reflects adjustments from antidilution etc. pursuant to the Issuer's stock plan.
- Vested as follows: 7/1/98 - 362,207 shares; 7/1/99 - 362,207 shares; 7/1/00 - 362,209 shares; 7/1/01 - 543,313 shares; 7/1/02 - 724,419 shares; 7/1/03 - 1,267,730 shares; in each case, reflecting adjustments from antidilution etc. pursuant to the Issuer's stock plan.
- Not applicable.

Remarks:

Leslie H. Wexner

02/07/2007

** 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): 2/5/2007

Title of Security	Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I)	Nature of Indirect Beneficial Ownership
Common Stock	15,000,000	I (3)	The Family Trust
Common Stock	8,629,156	D/I(1)	(1)
Common Stock	8,453,470(6)	D/I(2)	(2)
Common Stock	4,892,608	I(3)	Wexner Personal Holdings Corporation
Common Stock	4,571,601	I(3)	R.H.R.E.I. Trust
Common Stock	3,300,568	I(3)	Trust 600
Common Stock	1,500,000(6)	I(3)	The Concierge Trust
Common Stock	1,328,889(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): 2/5/2007

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 January 31, 2007. The Savings and Retirement Plan is a "qualified plan" within the meaning of Rule 16b-3.

(6) Reflects the transfer on December 26, 2006, of 1,500,000 shares from Mr. Wexner to The Concierge Trust (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): 2/5/2007
Designated Filer: Leslie H. Wexner

SIGNATURE:

Abigail S. Wexner

Abigail S. Wexner

February 7, 2007

Date