FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Section 10. Form 4 or Form 5	

**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

Name and Address of Reporting Person*     Ramsey Jane L						2. Issuer Name and Ticker or Trading Symbol L Brands, Inc. [ LTD ]									utionship of Reporting Pers all applicable) Director			son(s) to Issuer  10% Owner  Other (specify	
(Last) THREE	(F LIMITED I		3. Date of Earliest Transaction (Month/Day/Year) 03/29/2013										Officer (give title below)  EVP of HR			респу			
(Street) COLUMBUS OH 43230  (City) (State) (Zip)				4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)									ndividual or Joint/Group Filing (Check Applicable  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	le I - Nor	n-Deriv	vativ	e Se	curities	s Ac	quired, [	Disp	osed c	of, or B	enefic	ially	Owned				
Date				Date	ransaction e nth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Securitie Benefici		es ally Following	Form (D) o	r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) (D)	Pri	ce	Transaci (Instr. 3	tion(s)			(1130.4)
Common Stock, \$0.50 par value 03/3				1/201	/2013		F		4,075	5 D	\$4	14.66	130	),430		D			
		-	Гable II -						uired, Di , options						wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	Date,	4. Transa Code ( 8)		of		6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		5	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	s Silly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amo or Num of Shar	ber					
Stock Option - Right to	\$44.66	03/29/2013			A		11,243		(1)	0	3/29/2023	Common Stock, \$0.50 pa	111.5	243	\$0.0000	11,243	3	D	

## **Explanation of Responses:**

1. Option vests 1/3 per year beginning on the first anniversary of the date of grant.

Robert J. Tannous, Attorney-in-04/02/2013

**Fact** 

\*\* 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.