

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

AMENDMENT NO. 4

TO
SCHEDULE 13E-4
Issuer Tender offer Statement
(Pursuant to Section 13(e)(1) of the Securities Exchange Act of 1934)

The Limited, Inc.
(Name of issuer and person filing statement)
Common Stock, \$.50 par value
(Title of class of securities)
53271610
(CUSIP number of class of securities)

SAMUEL P. FRIED
Vice President and General Counsel
THE LIMITED, INC.
Three Limited Parkway
P.O. Box 16000
Columbus, Ohio 43230
Telephone: (614) 415-7000
(Name, address and telephone number of person
authorized to receive notices and communications
on behalf of the person filing statement)

Copies to:
DAVID L. CAPLAN
DAVIS POLK & WARDWELL
450 Lexington Avenue
New York, New York 10017
(212) 450-4000

April 15, 1998
(Date tender offer first published, sent or given to security holders)

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This Amendment No. 4 amends and supplements the Schedule 13E-4 Issuer Tender Offer Statement (the "Statement") filed April 15, 1998 (and amended April 16, April 21 and May 7, 1998) by The Limited, Inc., a Delaware corporation ("The Limited"), relating to an offer by The Limited 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") and the related Letter of Transmittal (the "Letter of Transmittal" which, together with the Offering Circular--Prospectus, constitute the "Exchange Offer"). The purpose of this Amendment is to add, as Exhibit (a)(15) to the Statement, the press release of The Limited dated May 14, 1998 announcing the successful completion of the Exchange Offer.

Terms defined in the Offering Circular--Prospectus and not separately defined herein shall have the meanings specified in the Offering Circular--Prospectus.

Item 8. Additional Information.

Item 8(e) is hereby amended by adding the following:

On May 14, 1998, The Limited issued a press release announcing

the successful completion of the Exchange Offer which is attached as Exhibit (a) (15).

Item 9. Material to be Filed as Exhibits.

Item 9 is hereby amended by the addition of the following Exhibits:

(a) (15) Press release of The Limited dated May 14, 1998

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

The Limited, Inc.

By: /s/ Kenneth B. Gilman

Kenneth B. Gilman
Vice Chairman and
Chief Administrative Officer

Dated: May 14, 1998

EXHIBIT INDEX

Exhibit Number -----	Description -----
(a) (15)	Press release of The Limited dated May 14, 1998

THE LIMITED, INC. ANNOUNCES SUCCESSFUL COMPLETION OF
EXCHANGE OFFER RESULTING IN THE SPLIT-OFF OF
ABERCROMBIE & FITCH CO.

-- Completion of Next Step in Strategic Program to Focus Resources on
Building and Delivering Value to Shareholders -

COLUMBUS, Ohio, May 14, 1998 -- The Limited, Inc. (NYSE/LSE: LTD) announced today the successful completion of the tax-free exchange offer to establish Abercrombie & Fitch Co. (NYSE: ANF) (A&F) as an independent company. Through the offer, Limited shareholders were given the opportunity to exchange some or all of their Limited shares for shares of A&F. Based on a preliminary count by the exchange agent, The Limited expects to accept for exchange approximately 47,095,000 shares of its common stock, at an exchange ratio of .86 of a share of A&F stock for each Limited share.

"We are pleased with the positive reception by shareholders to the distribution of Abercrombie & Fitch," said Leslie H. Wexner, Chairman and Chief Executive Officer of The Limited. "The split-off of A&F is an important step in our ongoing effort to focus our resources on brands to which we can add more value for our shareholders."

The Limited will announce the exact number of shares accepted for exchange after a complete review of all tender offer documentation. Promptly thereafter, certificates for shares of A&F common stock and checks in lieu of fractional shares will be mailed.

Promptly after the consummation of the exchange offer, The Limited will set a record date for the pro-rata spin-off of its remaining A&F shares (estimated to be approximately 3,099,000 shares) to Limited stockholders.

Following the consummation of the exchange offer and the spin-off, The Limited will have no ownership position in A&F common stock, and will have reduced its outstanding shares by approximately 17%, to 227.4 million shares of common stock outstanding.

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 1,759 specialty stores and distributes apparel internationally through the Victoria's Secret Catalogue.

Abercrombie & Fitch is a lifestyle brand which, at the end of March, operated 159 stores and published The A&F Quarterly.

Upon completion of this exchange offer, Abercrombie & Fitch Co. will continue to be traded separately on the New York Stock Exchange under the symbol "ANF."

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For Further Information, please contact: Rita Trevino Flynn
Vice President, Communications
The Limited, Inc.
614-415-7555