

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>Ramsey Jane L.</u> (Last) (First) (Middle) <u>THREE LIMITED PARKWAY</u> (Street) <u>COLUMBUS OH 43230</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">EVP of HR</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/31/2010</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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, \$0.50 par value	03/31/2010		D ⁽¹⁾	V	13,027	D	\$0.0000	134,374	D	

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
Deferred Share Unit	(2)	03/31/2010		A	V	13,027		(3)	(3)	Common Stock, \$0.50 par value	13,027	\$0.0000 ⁽¹⁾	13,992 ⁽⁴⁾	D	
Stock Option - Right to Buy	\$24.62	03/31/2010		A		9,520		(5)	03/31/2020	Common Stock, \$0.50 par value	9,520	\$0.0000	9,520	D	

Explanation of Responses:

- Upon the vesting of restricted stock units granted to the reporting person on August 25, 2008, the reporting person deferred the receipt of 13,027 shares of common stock and received instead 13,027 deferred share units. As a result, the reporting person is reporting the disposition of 13,027 shares of common stock in exchange for an equal number of deferred share units.
- Each deferred share unit represents a contingent right to receive one share of Limited Brands, Inc. common stock.
- The deferred share unit is fully vested and will be delivered to the reporting person upon termination of employment with Limited Brands, Inc.
- Total holdings include deferred share units acquired in exempt dividend reinvestment transactions.
- Option vests 1/3 per year beginning on the first anniversary of the date of grant.

Remarks:

This Form 4 is being amended to show deferral of receipt of restricted stock as deferred stock units.

Robert J. Tannous, Attorney-in-Fact 09/08/2010

** 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.