SEC Form 4

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FORM 4

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
obligations may continue. See
Instruction 1(b).

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											
OMB Number:	3235-0287										
Estimated average bur	rden										
hours por response:	0.5										

1. Name and Address of Reporting Person			2. Issuer Name and Ticker or Trading Symbol LIMITED BRANDS INC [LTD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
HAILEY V ANN				X	Director	10% Owner			
(Last) THREE LIMITI	(First) ED PARKWAY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/15/2004	x	Officer (give title Other (specify below) Delow)				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filin	g (Check Applicable			
COLUMBUS	OH	43230		X	Form filed by One Rep	orting Person			
(City) (State)		(Zip)			Form filed by More tha Person	n One Reporting			

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 Disposed Of	Acquired (D) (Instr	(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$0.50 par value	11/15/2004		М		45,000	A	\$15.3438	353,080	D	
Common Stock, \$0.50 par value	11/15/2004		М		25,000	A	\$12.66	378,080	D	
Common Stock, \$0.50 par value	11/15/2004		S		8,600	D	\$27.7	369,480	D	
Common Stock, \$0.50 par value	11/15/2004		S		2,000	D	\$27.71	367,480	D	
Common Stock, \$0.50 par value	11/15/2004		S		100	D	\$27.72	367,380	D	
Common Stock, \$0.50 par value	11/15/2004		S		700	D	\$27.73	366,680	D	
Common Stock, \$0.50 par value	11/15/2004		S		6,000	D	\$27.74	360,680	D	
Common Stock, \$0.50 par value	11/15/2004		S		10,400	D	\$27.75	350,280	D	
Common Stock, \$0.50 par value	11/15/2004		S		9,100	D	\$27.76	341,180	D	
Common Stock, \$0.50 par value	11/15/2004		S		3,500	D	\$27.77	337,680	D	
Common Stock, \$0.50 par value	11/15/2004		S		4,800	D	\$27.78	332,880	D	
Common Stock, \$0.50 par value	11/15/2004		S		600	D	\$27.79	332,280	D	
Common Stock, \$0.50 par value	11/15/2004		S		6,800	D	\$27.8	325,480	D	
Common Stock, \$0.50 par value	11/15/2004		S		1,000	D	\$27.81	324,480	D	
Common Stock, \$0.50 par value	11/15/2004		S		1,100	D	\$27.82	323,380	D	
Common Stock, \$0.50 par value	11/15/2004		S		3,500	D	\$27.83	319,880	D	
Common Stock, \$0.50 par value	11/15/2004		S		6,200	D	\$27.84	313,680	D	
Common Stock, \$0.50 par value	11/15/2004		S		3,100	D	\$27.85	310,580	D	
Common Stock, \$0.50 par value	11/15/2004		S		300	D	\$27.86	310,280	D	
Common Stock, \$0.50 par value	11/15/2004		S		900	D	\$27.87	309,380	D	
Common Stock, \$0.50 par value	11/15/2004		S		1,300	D	\$27.88	308,080	D	
Common Stock, \$0.50 par value								1,675	I	Minor Child
Common Stock, \$0.50 par value								4,400	I	SARP

 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)	of	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)
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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table II - Deriv (e.g., 3A. Deemed Execution Date, if any (Month/Day/Year)	C ode Transa	calls v	(A)N of Deri Seco Acq (A) o Disp of (E	u (D) er u (D) er vative urities uired	, options,	CONVERTIN Expiration Statute and Ite		or rikting 5) of solution solution g Security	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	\$15.3438	11/15/2004		М			45,000	(1)	01/31/2010	Common [–] Stock, \$0.50 par value	45,000	\$0	55,000	D	
Stock Option - Right to Buy	\$12.66	11/15/2004		М			25,000	(1)	02/03/2013	Common Stock, \$0.50 par value	25,000	\$0	75,000	D	

Explanation of Responses:

1. Option vests 25% per year beginning on the first anniversary of the date of grant.

By: Robert J. Tannous, Attorney-in-Fact

11/16/2004

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.