Cohen & Steers Ltd Duration Preferred & Income Fund, Inc.

Form 5

February 10, 2017

FORM								OMB AF	PPROVAL
UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB Number:	3235-0362
Check this no longer		ashington, D.C. 20549					Expires:	January 31,	
to Section Form 4 or 5 obligation may conti	116. Form ANN ons nue.		ATEMENT OF CHANGES IN BENE OWNERSHIP OF SECURITIES				FICIAL	Estimated a burden hou response	
See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported Form 4 Transactions Reported See Instruction 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1940 Transactions Reported									
1. Name and A Maginnis G	uer Name and Ticker or Trading olen & Steers Ltd Duration erred & Income Fund, Inc.				5. Relationship of Reporting Person(s) to Issuer				
2.2.08.2.2.2					(Check all applicable) Director 10% Owner				
(Last)	(First) (M	(Month/I	(Month/Day/Year)				Officer (give elow)	title Other below)	er (specify
12/31/2016 280 PARK AVENUE 10TH FLOOR, 10TH FLOOR									
			onth/Day/Year)				int/Group Reporting		
	(check applicable line)								
NEW YOR	K, NY 10017					_	X_ Form Filed by O Form Filed by N derson		
(City)	(State)	(Zip) Tab	le I - Non-Deri	ivative Sec	urities Ac		red, Disposed of	. or Beneficial	lv Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction Code	4. Securities Acquire		red	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2016	Â	A	Amount 28.864 (1)	` '	rice 0	463.864	D	Â
securities beneficially owned directly or indirectly.				Persons who respond to the collection of information SEC 227 contained in this form are not required to respond unless the form displays a currently valid OMB control number.					

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									A 4	
									Amount	
						Date	Expiration	m: .1	or	
				Exercisable		Date	Title I	Number		
									of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Maginnis Gerald J. 280 PARK AVENUE 10TH FLOOR 10TH FLOOR NEW YORK, NY 10017	Â	Â	Â	Â		

Signatures

Tina M. Payne, Attorney-in-Fact 02/10/2017

**Signature of Reporting Person Date Explanation of Responses:

- * 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).
- (1) Shares were acquired through dividend reinvestments at various prices at fair market value throughout the 2016 reporting year.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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