

MFS INTERMEDIATE INCOME TRUST

Form N-23C-1

August 12, 2002

To: Securities and Exchange Commission, Washington, D.C.

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Statement of registered closed-end investment company with respect to purchases of its own securities pursuant to Rule N23C-1 during the last calendar month.

**MFS Intermediate Income Trust - MIN**

Report of the calendar month ending **July 31, 2002**:

Date	Identification of Security	Shares Repurchased	Repurchase Price	NAV	Broker
		No repurchases			

Total Shares Repurchased: **(none)**

Remarks? *(none)*

Robert Flaherty, Assistant Treasurer

MFS Investment Management