

MFS INTERMEDIATE INCOME TRUST

Form N-23C-1

March 05, 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 **February 28, 2002**:

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

Total Shares Repurchased: **0**

Remarks? *(none)*

Robert Flaherty, Assistant Treasurer  
MFS Investment Management