

MFS INTERMEDIATE INCOME TRUST

Form N-23C-1

February 10, 2004

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 **January 31, 2004**:

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

Total Shares Repurchased: **(none)**

Remarks? *(none)*

Stephanie DeSisto, Assistant Treasurer  
MFS Investment Management