

MFS INTERMEDIATE INCOME TRUST

Form N-23C-1

December 10, 2001

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

Statement of registered closed-end investment company with respect
to purchases of its own securities pursuant to Rule N-23(c)-1 during
the last calendar month.

Report for the calendar month ending November 30, 2001:

MFS Intermediate Income Trust

Date

Identification

Shares

Repurchase

of Security

Repurchased

Price

NAV

Broker

Total Shares Repurchased: 0
Remarks: (none)

MFS Intermediate Income Trust

Robert Flaherty
Assistant Treasurer