

## MFS INTERMEDIATE INCOME TRUST

Form N-23C-1/A

July 07, 2004

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 N23C-1 during the last calendar month.

**MFS Intermediate Income Trust - MIN**Report of the calendar month ending **May 31, 2004**:

| <b>Date</b> | <b>Identification of Security</b> | <b>Shares Repurchased</b> | <b>Repurchase Price</b> | <b>NAV</b> | <b>Broker</b> |
|-------------|-----------------------------------|---------------------------|-------------------------|------------|---------------|
| 5/10/04     | Shares of beneficial interest     | 42,000                    | 6.31                    | 7.21       | Merrill Lynch |
| 5/11/04     | Shares of beneficial interest     | 38,900                    | 6.30                    | 7.21       | Merrill Lynch |
| 5/13/04     | Shares of beneficial interest     | 82,000                    | 6.25                    | 7.17       | Merrill Lynch |
| 5/14/04     | Shares of beneficial interest     | 82,000                    | 6.30                    | 7.18       | Merrill Lynch |
| 5/17/04     | Shares of beneficial interest     | 45,300                    | 6.31                    | 7.21       | Merrill Lynch |
| 5/18/04     | Shares of beneficial interest     | 90,000                    | 6.30                    | 7.20       | Merrill Lynch |
| 5/19/04     | Shares of beneficial interest     | 90,000                    | 6.33                    | 7.19       | Merrill Lynch |
| 5/24/04     | Shares of beneficial interest     | 90,000                    | 6.42                    | 7.20       | Merrill Lynch |
| 5/25/04     | Shares of beneficial interest     | 85,000                    | 6.43                    | 7.21       | Merrill Lynch |
| 5/26/04     | Shares of beneficial interest     | 31,200                    | 6.42                    | 7.22       | Merrill Lynch |
| 5/27/04     | Shares of beneficial interest     | 34,900                    | 6.46                    | 7.24       | Merrill Lynch |
| 5/28/04     | Shares of beneficial interest     | 85,000                    | 6.48                    | 7.23       | Merrill Lynch |

Total Shares Repurchased: **796,300**Remarks? (*none*)

Stephanie DeSisto, Assistant Treasurer  
MFS Investment Management