

INGERSOLL RAND CO LTD

Form 8-K

January 27, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C.20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 27, 2004

INGERSOLL-RAND COMPANY LIMITED

(Exact name of registrant as specified in its charter)

Bermuda

1-985

75-2993910

(State or other jurisdiction

(Commission file number)

(I.R.S. Employer

Identification Number)

of incorporation)

Clarendon House

2 Church Street

Hamilton HM 11, Bermuda

(Address of principle executive offices)

(441) 295-2838

(Registrant's telephone number, including area code)

Item 9. REGULATION FD DISCLOSURE

Attached hereto as an exhibit which is incorporated herein by reference is the registrant's press release announcing financial results for the fourth quarter and year to date 2003.

This information is not "filed" pursuant to the Securities Exchange Act of 1934 and is not incorporated by reference into any registrations under the Securities Act of 1933. Additionally, the submission of this Report of Form 8-K is not an admission as to the materiality of any information in the report that is required to be disclosed solely by regulation FD.

Exhibit No.

Description

99.1

Press Release of Ingersoll-Rand Company Limited dated January 27, 2004.

Ingersoll-Rand COMPANY LIMITED

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

INGERSOLL-RAND COMPANY LIMITED

(Registrant)

Date: January 27, 2004

/s/ Richard W. Randall
Richard W. Randall,

Vice President and Corporate Controller

Principal Accounting Officer