INGERSOLL RAND CO LTD

FORM 8-K
(Unscheduled Material Events)

Filed 8/14/2002 For Period Ending 8/14/2002

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	WOODCLIFF LAKE, New Jersey 07677
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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) August 14,2002

INGERSOLL-RAND COMPANY LIMITED
(Exact name of registrant as specified in its charter)

Bermuda	1-985	N/A
(State of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

Clarendon House
2 Church Street
Hamilton HM 11, Bermuda
(Address of principal executive offices)

Registrant's telephone number, including area code: (441)295-2838

INGERSOLL-RAND COMPANY LIMITED

Item 5. OTHER EVENTS

On August 14, 2002, Herbert L. Henkel, the Company's Principal Executive Officer, and Timothy R. McLevish, the Company's Principal Financial Officer, voluntarily executed sworn statements, each in the form of Exhibit A to the Securities and Exchange Act Commission Order No. 4-460 dated June 27, 2002. A copy of each of these statements is attached hereto as an Exhibit (99.1 and 99.2).

Exhibit No.	Description
99.1	Statement Under Oath of Principal Executive Officer dated August 14, 2002
99.2	Statement Under Oath of Principal Financial Officer dated August 14, 2002

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, thereunto duly authorized.

INGERSOLL-RAND COMPANY LIMITED
(Registrant)

Date: August 14, 2002 */s/ T.R. McLevish*
T.R. McLevish, Senior Vice President &
Chief Financial Officer

Principal Financial Officer

EXHIBIT 99.1

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Herbert L. Henkel, state and attest that:

1. To the best of my knowledge, based upon review of the covered reports of Ingersoll-Rand Company Limited, and, except as corrected or supplemented in a subsequent covered report:

O No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

O No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

2. I have reviewed the contents of this statement with the Company's audit committee.

3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

O Annual Report on Form 10-K for the year ended December 31, 2001 of Ingersoll-Rand Company Limited;

O All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Ingersoll-Rand Company Limited filed with the Commission subsequent to the filing of the Form 10-K identified above; and

O Any amendments to any of the foregoing.

/s/ Herbert L. Henkel
Herbert L. Henkel

August 14, 2002

Subscribed and sworn
to before me this 14th
day of August 2002.

/s/ Meryl J. Miller
Notary Public
My commission Expires:

EXHIBIT 99.2

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Timothy R. McLevish, state and attest that:

1. To the best of my knowledge, based upon review of the covered reports of Ingersoll-Rand Company Limited, and, except as corrected or supplemented in a subsequent covered report:

O No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

O No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

2. I have reviewed the contents of this statement with the Company's audit committee.

3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

O Annual Report on Form 10-K for the year ended December 31, 2001 of Ingersoll-Rand Company Limited;

O All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Ingersoll-Rand Company Limited filed with the Commission subsequent to the filing of the Form 10-K identified above; and

O Any amendments to any of the foregoing.

/s/ Timothy R. McLevish
Timothy R. McLevish

August 14, 2002

Subscribed and sworn
to before me this 14th day
of August 2002.

/s/ Meryl J. Miller
Notary Public
My commission Expires:

End of Filing

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