

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

Filing Date: **1995-07-28**
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FILER

INGERSOLL RAND CO

CIK: **50485** | IRS No.: **135156640** | State of Incorporation: **NJ** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **033-60249** | Film No.: **95556742**
SIC: **3560** General industrial machinery & equipment

Mailing Address

200 CHESTNUT RIDGE ROAD
WOODCLIFF LAKE NJ 07675

Business Address

200 CHESTNUT RIDGE RD
WOODCLIFF LAKE NJ 07675
2015730123

No

Basis for formula for amortization:

Discount Note: Yes
 No

Total Amount of Original Issue Discount ("OID"): \$ -

Original Yield to Maturity:

Initial Accrual Period OID:

Method Used to Determine Yield for Initial Accrual Period:

Approximate Exact

Capacity: Agent Principal

If as principal: The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price % of Principal Amount. The Notes are being reoffered to dealers with a reallowance not to exceed % of the discount.

Special Provision:

Agents:

SALOMON BROTHERS, INC.	\$5,000,000
MERRILL LYNCH & CO.	\$5,000,000
CHASE SECURITIES, INC.	\$5,000,000
GOLDMAN, SACHS & CO.	\$5,000,000
J. P. MORGAN SECURITIES, INC.	\$5,000,000