

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

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FILER

**PROSPER MARKETPLACE INC**

CIK: **1416265** | IRS No.: **731733867** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
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**Prosper Marketplace, Inc.**  
**Borrower Payment Dependent Notes**

This Listing Report supplements the prospectus dated Oct 07, 2011 and provides information about each loan request (referred to as a "listing") and series of Borrower Payment Dependent Notes (the "Notes") we are currently offering. Prospective investors should read this Listing Report supplement together with the prospectus dated Oct 07, 2011 to understand the terms and conditions of the Notes and how they are offered, as well as the risks of investing in Notes.

The following series of Notes are currently being offered:

**Borrower Payment Dependent Notes Series 529177**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>HR</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,800</b>	Estimated loss*:	<b>16.50%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.99%</b>	Borrower rate/APR:	<b>31.99% / 35.64%</b>	Monthly payment:	<b>\$174.20</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.17%</b>
		Estimated return*:	<b>12.67%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>2</b>	First credit line:	<b>Dec-1993</b>	Debt/Income ratio:	<b>100%</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>2</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>18 / 15</b>	Length of status:	<b>32y 0m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>33</b>	Occupation:	<b>Food Service</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$27,468</b>	Stated income:	<b>\$1-\$24,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>72%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>investor77361</b>	Borrower's state:	<b>Wisconsin</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

DEBT CONSOLIDAATION

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 530373**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$6,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$4,200</b>	Estimated loss*:	<b>5.20%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>15.56%</b>	Borrower rate/APR:	<b>16.56% / 18.75%</b>	Monthly payment:	<b>\$212.60</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>15.29%</b>
		Estimated return*:	<b>10.09%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>5</b>	First credit line:	<b>May-1988</b>	Debt/Income ratio:	<b>Not calculated</b>
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Credit score:	<b>760-779 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>8 / 6</b>	Length of status:	<b>2y 3m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>29</b>	Occupation:	<b>Attorney</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$5,286</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>26</b>	Bankcard utilization:	<b>50%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **halebop** Borrower's state: **Virginia** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Prosper Activity

##### Loan history

Active / total loans: **0 / 1**  
Principal borrowed: **\$1,000.00**  
Principal balance: **\$0.00**  
Total payments billed: **16**

##### Payment history

On-time: **16 ( 100% )**  
< 31 days late: **0 ( 0% )**  
31+ days late: **0 ( 0% )**

##### Credit score history

760-779 (Latest)  
700-719 (May-2010)

#### Description

MY PERSONAL LOAN

No description is available.

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537483

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$9,950.00</b>	Prosper Rating:	<b>AA</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$6,965</b>	Estimated loss*:	<b>1.50%</b>		
Term:	<b>60 months</b>				

Lender yield:	<b>10.54%</b>	Borrower rate/APR:	<b>11.54% / 11.76%</b>	Monthly payment:	<b>\$219.03</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>10.53%</b>
		Estimated return*:	<b>9.03%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>10</b>	First credit line:	<b>Dec-1997</b>	Debt/Income ratio:	<b>5%</b>
Credit score:	<b>800-819 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>6 / 6</b>	Length of status:	<b>12y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>26</b>	Occupation:	<b>Civil Service</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$2,225</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>5%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **best-kindness-shower** Borrower's state: **Oregon** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

INTEGRITY ROOF

Purpose of loan:  
This loan will be used to reroof the house.

My financial situation:  
I am a good candidate for this loan because I have steady income, a good payment history, and solid credit score.

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537485

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$8,000.00</b>	Prosper Rating:	<b>A</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$8,000</b>	Estimated loss*:	<b>2.00%</b>		
Term:	<b>36 months</b>				
Lender yield:	<b>10.10%</b>	Borrower rate/APR:	<b>11.10% / 13.22%</b>	Monthly payment:	<b>\$262.29</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>10.07%</b>		
		Estimated return*:	<b>8.07%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Feb-1989</b>	Debt/Income ratio:	<b>42%</b>
Credit score:	<b>760-779 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>16 / 13</b>	Length of status:	<b>5y 3m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>47</b>	Occupation:	<b>Professor</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$5,665</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>19%</b>		
		Homeownership:	<b>No</b>		
Screen name:	<b>catmomma</b>	Borrower's state:	<b>NorthCarolina</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Prosper Activity

##### Loan history

Active / total loans:	<b>0 / 1</b>
Principal borrowed:	<b>\$4,500.00</b>
Principal balance:	<b>\$0.00</b>
Total payments billed:	<b>35</b>

##### Payment history

On-time:	<b>35 ( 100% )</b>
< 31 days late:	<b>0 ( 0% )</b>
31+ days late:	<b>0 ( 0% )</b>

##### Credit score history

760-779 (Latest)
640-659 (May-2008)

#### Description

AUTO REFINANCE

Purpose of loan:

This loan will be used to refinance my car loan at a lower interest rate.

My financial situation:

I am a good candidate for this loan because I am a previous Prosper borrower who successfully paid off my loan. I am currently more than a year ahead on my payments on this vehicle and have a stable job situation.

Thank you for your consideration.

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537499

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$2,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,000</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>12 months</b>				
Lender yield:	<b>13.99%</b>	Borrower rate/APR:	<b>14.99% / 20.86%</b>	Monthly payment:	<b>\$180.51</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>13.75%</b>		
		Estimated return*:	<b>7.80%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Aug-1993</b>	Debt/Income ratio:	<b>5%</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>2</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>13</b>	Current / open credit lines:	<b>5 / 5</b>	Length of status:	<b>11y 3m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>53</b>	Occupation:	<b>Nurse (RN)</b>

Public records last 12m / 10y:	<b>0/ 1</b>	Revolving credit balance:	<b>\$1,012</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>22%</b>		
		Homeownership:	<b>No</b>		
Screen name:	<b>exchange-enchilada</b>	Borrower's state:	<b>Illinois</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

LOAN NEEDED

Purpose of loan:

This loan will be used to...fund personal needs

My financial situation:

I am a good candidate for this loan because...I beleive in paying back debts and i feel i am a good risk and a good person

Monthly net income: \$3,000

Monthly expenses: \$2000

Housing: \$350

Insurance: \$0

Car expenses: \$0

Utilities: \$50

Phone, cable, internet: \$200

Food, entertainment: \$300

Clothing, household expenses: \$300

Credit cards and other loans: \$1000

Other expenses: \$

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537503**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$5,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$3,500</b>	Estimated loss*:	<b>11.20%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>24.99%</b>	Borrower rate/APR:	<b>25.99% / 29.51%</b>	Monthly payment:	<b>\$201.43</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>24.37%</b>
		Estimated return*:	<b>13.17%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>7</b>	First credit line:	<b>Jul-1985</b>	Debt/Income ratio:	<b>29%</b>
Credit score:	<b>740-759 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>5 / 3</b>	Length of status:	<b>2y 0m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>24</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0/ 0</b>	Revolving credit balance:	<b>\$296</b>	Stated income:	<b>\$1-\$24,999</b>
Delinquencies in last 7y:	<b>4</b>	Bankcard utilization:	<b>12%</b>		
		Homeownership:	<b>No</b>		
Screen name:	<b>beertender01</b>	Borrower's state:	<b>Maryland</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

MULE

Purpose of loan:

This loan will be used to...consolidate debt

My financial situation:

I am a good candidate for this loan because...

Monthly net income: \$

Monthly expenses: \$

Housing: \$

Insurance: \$  
 Car expenses: \$  
 Utilities: \$  
 Phone, cable, internet: \$  
 Food, entertainment: \$  
 Clothing, household expenses: \$  
 Credit cards and other loans: \$  
 Other expenses: \$

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537507

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$3,800.00</b>	Prosper Rating:	<b>A</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,660</b>	Estimated loss*:	<b>3.80%</b>		
Term:	<b>12 months</b>				

Lender yield:	<b>9.70%</b>	Borrower rate/APR:	<b>10.70% / 16.51%</b>	Monthly payment:	<b>\$335.32</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>9.67%</b>
		Estimated return*:	<b>5.87%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>9</b>	First credit line:	<b>Apr-2002</b>	Debt/Income ratio:	<b>9%</b>
Credit score:	<b>780-799 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>11 / 6</b>	Length of status:	<b>15y 6m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>23</b>	Occupation:	<b>Realtor</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$0</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>0%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>careful-basis9</b>	Borrower's state:	<b>Florida</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

LUCY

Purpose of loan: Business use  
 This loan will be used to... Fund my new business

My financial situation: Stale  
 I am a good candidate for this loan because... I'am a consistent and reliable customer

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537509

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$2,500.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,500</b>	Estimated loss*:	<b>13.85%</b>		
Term:	<b>12 months</b>				

Lender yield:	<b>25.69%</b>	Borrower rate/APR:	<b>26.69% / 35.84%</b>	Monthly payment:	<b>\$239.67</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>24.52%</b>
		Estimated return*:	<b>10.67%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>5</b>	First credit line:	<b>Mar-1987</b>	Debt/Income ratio:	<b>22%</b>
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Credit score:	<b>680-699 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>13 / 13</b>	Length of status:	<b>8y 1m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>33</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$56,428</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>100%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **best-note-aggregator** Borrower's state: **Minnesota** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

JOJO

Purpose of loan:

This loan will be used to...consolidate debt

My financial situation:

I am a good candidate for this loan because...I am trying to improve my credit and will be able to pay off in one year

Monthly net income: \$13,333

Monthly expenses: \$

Housing: \$2400

Insurance: \$150

Car expenses: \$430

Utilities: \$500

Phone, cable, internet: \$200

Food, entertainment: \$1200

Clothing, household expenses: \$400

Credit cards and other loans: \$4000

Other expenses: \$

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537521

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$15,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$15,000</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>16.99%</b>	Borrower rate/APR:	<b>17.99% / 20.20%</b>	Monthly payment:	<b>\$542.21</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>16.69%</b>
		Estimated return*:	<b>10.74%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Jun-1998</b>	Debt/Income ratio:	<b>31%</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>4 / 4</b>	Length of status:	<b>11y 1m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>15</b>	Occupation:	<b>Computer Programmer</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$5,242</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>32%</b>		
		Homeownership:	<b>No</b>		

Screen name: **wise-shiny-generosity** Borrower's state: **Illinois** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

HOUSE IMPROVEMENTS

Purpose of loan:

I am requesting a loan of \$15,000 to perform some house improvements. The loan I qualified is to return the payment back within 3 years, but I will only need 1 year to do this. The reason I only say 1 year is that I do have \$15,000 I my own money to do the house improvements but would rather save that in case any emergencies may appear within the year.

**My financial situation:**

My credit card companies hate me because I always pay the bill in full all the time. I live within my budget and have zero debt to pay.

Monthly net income: \$3000  
Monthly expenses: \$950  
Housing: \$ I rent and fee is part of the monthly expenses of \$950 above.  
Insurance: \$650 for the year.  
Car expenses: \$80 for gas per month and occasional oil change  
Utilities: \$ My utilities are included in my monthly rent.  
Phone, cable, internet: \$ 90  
Credit cards and other loans: \$900 is the average total payment for my credit cards per month.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537523**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$6,000.00** Prosper Rating: **E** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$4,200** Estimated loss\*: **14.70%**  
Term: **36 months**

Lender yield: **30.49%** Borrower rate/APR: **31.49% / 35.13%** Monthly payment: **\$259.63**

Lender servicing fee: **1.00%** Effective Yield\*: **29.09%**  
Estimated return\*: **14.39%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10): **4** First credit line: **May-1999** Debt/Income ratio: **Not calculated**  
Credit score: **660-679 (Nov-2011)** Inquiries last 6m: **4** Employment status: **Employed**  
Now delinquent: **0** Current / open credit lines: **6 / 6** Length of status: **10y 6m**  
Amount delinquent: **\$0** Total credit lines: **6** Occupation: **Other**  
Public records last 12m / 10y: **0 / 0** Revolving credit balance: **\$17,901** Stated income: **\$25,000-\$49,999**  
Delinquencies in last 7y: **0** Bankcard utilization: **86%**  
Homeownership: **No**  
Screen name: **top-pure-deal** Borrower's state: **Arizona** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

CONSOLIDATING MY REMAINING DEBT.

Purpose of loan:  
This loan will be used to consolidate what remaining debt I have and to open up credit lines to further increase my credit score.

My financial situation:  
I am a good candidate for this loan because I pay my bills on time and do not live above my means.

Monthly net income: \$60000  
Monthly expenses: \$  
Housing: \$1000  
Insurance: \$120  
Car expenses: \$0 (PAID OFF)  
Utilities: \$200  
Phone, cable, internet: \$50 (I HAVE A CHILD - NO TIME FOR TV!)  
Food, entertainment: \$300  
Clothing, household expenses: \$100  
Credit cards and other loans: \$500

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537531**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$5,000.00** Prosper Rating: **E** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$3,500** Estimated loss\*: **14.70%**  
Term: **36 months**



Lender yield: **30.49%** Borrower rate/APR: **31.49% / 35.13%** Monthly payment: **\$216.36**

Lender servicing fee: **1.00%** Effective Yield\*: **29.09%**  
Estimated return\*: **14.39%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>4</b>	First credit line:	<b>May-1984</b>	Debt/Income ratio:	<b>17%</b>
Credit score:	<b>680-699 (Nov-2011)</b>	Inquiries last 6m:	<b>3</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>20 / 15</b>	Length of status:	<b>14y 4m</b>
Amount delinquent:	<b>\$25</b>	Total credit lines:	<b>41</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$23,153</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>2</b>	Bankcard utilization:	<b>96%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>newest-magical-deal</b>	Borrower's state:	<b>Illinois</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

GUIDANCE123

Purpose of loan: pay off a couple charge cards  
This loan will be used to...

My financial situation: good  
I am a good candidate for this loan because...I always pay my bills on time and work to jobs

Monthly net income: \$4000  
Monthly expenses: \$  
Housing: \$800  
Insurance: \$  
Car expenses: \$300  
Utilities: \$75.00  
Phone, cable, internet: \$85.00  
Food, entertainment: \$  
Clothing, household expenses: \$  
Credit cards and other loans: \$  
Other expenses: \$

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537541

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$10,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$10,000</b>	Estimated loss*:	<b>11.20%</b>		
Term:	<b>36 months</b>				

Lender yield: **24.99%** Borrower rate/APR: **25.99% / 29.51%** Monthly payment: **\$402.85**

Lender servicing fee: **1.00%** Effective Yield\*: **24.37%**  
Estimated return\*: **13.17%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>7</b>	First credit line:	<b>Oct-1993</b>	Debt/Income ratio:	<b>60%</b>
Credit score:	<b>780-799 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Other</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>10 / 8</b>	Length of status:	<b>1y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>21</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$4,726</b>	Stated income:	<b>\$1-\$24,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>24%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **deal-zebra4** Borrower's state: **Mississippi** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

EGGOAT

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537553**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$10,000.00** Prosper Rating: **D** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$7,000** Estimated loss\*: **11.20%**  
Term: **36 months**

Lender yield: **24.99%** Borrower rate/APR: **25.99% / 29.51%** Monthly payment: **\$402.85**

Lender servicing fee: **1.00%** Effective Yield\*: **24.37%**  
Estimated return\*: **13.17%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10): **6** First credit line: **Apr-1974** Debt/Income ratio: **21%**  
Credit score: **720-739 (Nov-2011)** Inquiries last 6m: **0** Employment status: **Employed**  
Now delinquent: **2** Current / open credit lines: **6 / 3** Length of status: **13y 8m**  
Amount delinquent: **\$726** Total credit lines: **9** Occupation: **Computer Programmer**  
Public records last 12m / 10y: **0 / 0** Revolving credit balance: **\$11,313** Stated income: **\$50,000-\$74,999**  
Delinquencies in last 7y: **0** Bankcard utilization: **51%**  
Homeownership: **No**

Screen name: **repayment-chorus4** Borrower's state: **Florida** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

RICH

Purpose of loan: AUTO USE  
This loan will be used to... HELP PURCHASE RV

My financial situation: IN GOOD STANDINGS  
I am a good candidate for this loan because... I'M A PROFICIENT CUSTOMER

Monthly net income: \$5900  
Monthly expenses: \$900  
Housing: \$1400  
Insurance: \$350  
Car expenses: \$440  
Utilities: \$210  
Phone, cable, internet: \$140  
Food, entertainment: \$260  
Clothing, household expenses: \$160  
Credit cards and other loans: \$190  
Other expenses: \$110

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537569**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$5,000.00** Prosper Rating: **D** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$5,000** Estimated loss\*: **10.70%**  
Term: **12 months**

Lender yield: **23.99%** Borrower rate/APR: **24.99% / 34.11%** Monthly payment: **\$475.20**



Screen name: **impressive-point7** Borrower's state: **Florida** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

TINY  
Purpose of loan: auto  
This loan will be used to...to get a family van  
  
My financial situation: stable  
I am a good candidate for this loan because...i pay all my bill on time

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537577**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$4,000.00** Prosper Rating: **A** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$2,800** Estimated loss\*: **2.00%**  
Term: **36 months**

Lender yield: **10.10%** Borrower rate/APR: **11.10% / 13.22%** Monthly payment: **\$131.14**  
Lender servicing fee: **1.00%** Effective Yield\*: **10.07%**  
Estimated return\*: **8.07%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10): **8** First credit line: **Aug-1996** Debt/Income ratio: **23%**  
Credit score: **800-819 (Nov-2011)** Inquiries last 6m: **1** Employment status: **Employed**  
Now delinquent: **0** Current / open credit lines: **15 / 14** Length of status: **6y 3m**  
Amount delinquent: **\$0** Total credit lines: **26** Occupation: **Computer Programmer**  
Public records last 12m / 10y: **0 / 0** Revolving credit balance: **\$8,692** Stated income: **\$75,000-\$99,999**  
Delinquencies in last 7y: **0** Bankcard utilization: **3%**  
Homeownership: **Yes**

Screen name: **worthy-platinum** Borrower's state: **Georgia** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Prosper Activity**

<b>Loan history</b>	<b>Payment history</b>	<b>Credit score history</b>
Active / total loans: <b>0 / 1</b>	On-time: <b>16 ( 100% )</b>	800-819 (Latest)
Principal borrowed: <b>\$5,000.00</b>	< 31 days late: <b>0 ( 0% )</b>	840-859 (Apr-2010)
Principal balance: <b>\$0.00</b>	31+ days late: <b>0 ( 0% )</b>	
Total payments billed: <b>16</b>		

**Description**

NEW HVAC SYSTEM  
Purpose of loan:  
This loan will be used to pay off the remainder of a previous short term loan for a furnace and air conditioner.  
  
My financial situation:  
I am a good candidate for this loan because I have an exemplary payment history and paid off a previous Prosper loan well before the due date.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537581**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$4,000.00** Prosper Rating: **HR** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$2,800** Estimated loss\*: **16.50%**  
Term: **36 months**

Lender yield: **30.99%** Borrower rate/APR: **31.99% / 35.64%** Monthly payment: **\$174.20**

Lender servicing fee: **1.00%**      Effective Yield\*: **29.17%**  
 Estimated return\*: **12.67%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>2</b>	First credit line:	<b>Oct-1994</b>	Debt/Income ratio:	<b>Self-employed (DTI Not Calculated)</b>
Credit score:	<b>740-759 (Nov-2011)</b>	Inquiries last 6m:	<b>4</b>	Employment status:	<b>Self-employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>4 / 4</b>	Length of status:	<b>0y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>6</b>	Occupation:	<b>Student - College S...</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$4,877</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>7%</b>		
		Homeownership:	<b>No</b>		

Screen name: **transparency-crescendo899**      Borrower's state: **Texas**      Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

NEW HOME FUND  
 No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537589**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$7,500.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$5,250</b>	Estimated loss*:	<b>14.70%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.49%</b>	Borrower rate/APR:	<b>31.49% / 35.13%</b>	Monthly payment:	<b>\$324.54</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.09%</b>		
		Estimated return*:	<b>14.39%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>4</b>	First credit line:	<b>Apr-1999</b>	Debt/Income ratio:	<b>23%</b>
Credit score:	<b>680-699 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>6 / 5</b>	Length of status:	<b>6y 2m</b>
Amount delinquent:	<b>\$8,174</b>	Total credit lines:	<b>15</b>	Occupation:	<b>Civil Service</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$6,252</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>99%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **direct-gain886**      Borrower's state: **Missouri**      Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

JM DEBT CONSOLIDATION  
 Purpose of loan: consolidate debt  
 This loan will be used to...  
 Consolidate debt  
 My financial situation:  
 I am a good candidate for this loan because...

Steady work history  
 Monthly net income: \$3100  
 Monthly expenses: \$2100

Housing: \$1100  
 Insurance: \$160  
 Car expenses: \$215  
 Utilities: \$225  
 Phone, cable, internet: \$200  
 Food, entertainment: \$200  
 Clothing, household expenses: \$  
 Credit cards and other loans: \$1100  
 Other expenses: \$

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537607

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$15,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$10,500</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>16.99%</b>	Borrower rate/APR:	<b>17.99% / 20.20%</b>	Monthly payment:	<b>\$542.21</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>16.69%</b>
		Estimated return*:	<b>10.74%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Feb-1988</b>	Debt/Income ratio:	<b>14%</b>
Credit score:	<b>640-659 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>18 / 13</b>	Length of status:	<b>4y 8m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>30</b>	Occupation:	<b>Engineer - Chemical</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$49,353</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>99%</b>		
		Homeownership:	<b>No</b>		

Screen name:	<b>camaraderi-fields3</b>	Borrower's state:	<b>RhodeIsland</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

### Description

SHORT TERM LOAN, NEED FOR 6 MONTHS

Purpose of loan:

This loan will be used to...to alleviate a short term situation, will only be needed for 6 months.

My financial situation:

I am a good candidate for this loan because...I have always paid everything on time....my situation has been steadily improving over the years.

Monthly net income: \$  
 Monthly expenses: \$  
 Housing: \$  
 Insurance: \$  
 Car expenses: \$  
 Utilities: \$  
 Phone, cable, internet: \$  
 Food, entertainment: \$  
 Clothing, household expenses: \$  
 Credit cards and other loans: \$  
 Other expenses: \$

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537613

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$6,000.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$4,200</b>	Estimated loss*:	<b>14.70%</b>		
Term:	<b>36 months</b>				

Lender yield: **30.49%** Borrower rate/APR: **31.49% / 35.13%** Monthly payment: **\$259.63**

Lender servicing fee: **1.00%** Effective Yield\*: **29.09%**  
Estimated return\*: **14.39%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>4</b>	First credit line:	<b>May-1991</b>	Debt/Income ratio:	<b>29%</b>
Credit score:	<b>660-679 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>11 / 10</b>	Length of status:	<b>12y 2m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>37</b>	Occupation:	<b>Professional</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$20,894</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>10</b>	Bankcard utilization:	<b>79%</b>		
		Homeownership:	<b>No</b>		
Screen name:	<b>abundant-payout2</b>	Borrower's state:	<b>NewMexico</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

TO GET A CAR

Purpose of loan:

This loan will be used to buy a car

My financial situation:

I am a good candidate for this loan because I will pay on time or sooner.

Monthly net income: \$40,000

Monthly expenses: \$1,740.00

Housing: \$400.00

Insurance: \$30.00

Car expenses: \$60.00

Utilities: \$220.00

Phone, cable, internet: \$80.00

Food, entertainment: \$250.00

Clothing, household expenses: \$50.00

Credit cards and other loans: \$600.00

Other expenses: \$50.00

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 536966

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$9,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$6,300</b>	Estimated loss*:	<b>11.20%</b>		
Term:	<b>36 months</b>				

Lender yield: **24.99%** Borrower rate/APR: **25.99% / 29.51%** Monthly payment: **\$362.57**

Lender servicing fee: **1.00%** Effective Yield\*: **24.37%**  
Estimated return\*: **13.17%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>7</b>	First credit line:	<b>Oct-1997</b>	Debt/Income ratio:	<b>31%</b>
Credit score:	<b>700-719 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>14 / 11</b>	Length of status:	<b>7y 9m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>25</b>	Occupation:	<b>Professional</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$23,209</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>70%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **liberty-empire4** Borrower's state: **NorthCarolina** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

MY LOAN FOR DEBT CONSOLIDATION

Purpose of loan:

This loan will be used to... consolidate most of my credit card debt into one easy payment. I have already cancelled my cards so I cannot use them making it better to pay down this loan

My financial situation:

I am a good candidate for this loan because... I work for FedEx, which is a good stable company. I am a manager making really good money.

Monthly net income: \$5792.80  
Monthly expenses: \$  
Housing: \$ 1500  
Insurance: \$165  
Car expenses: \$535.22  
Utilities: \$230  
Phone, cable, internet: \$273  
Food, entertainment: \$400  
Clothing, household expenses: \$50  
Credit cards and other loans: \$1000  
Other expenses: \$400

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537332**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$5,000.00</b>	Prosper Rating:	<b>A</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$3,500</b>	Estimated loss*:	<b>3.80%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>12.90%</b>	Borrower rate/APR:	<b>13.90% / 16.06%</b>	Monthly payment:	<b>\$170.65</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>12.85%</b>
		Estimated return*:	<b>9.05%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>9</b>	First credit line:	<b>Oct-1995</b>	Debt/Income ratio:	<b>8%</b>
Credit score:	<b>780-799 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>4 / 3</b>	Length of status:	<b>14y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>23</b>	Occupation:	<b>Executive</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$0</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>0%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **seanva** Borrower's state: **NorthCarolina** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

OFFICE FURNISHINGS.

My business has expanded into a new office and I seek a loan to cover the cost of new office equipment. My main business is successful. I've undertaken a new venture that will take 3-6 months to start generating income. This loan will help prevent me from taking funds from my cash reserves. This new business initiative (social networking service for hobby gaming enthusiasts) has substantial potential.

I founded Sudden Ventures, Inc., in 1997 and since then I've built a small but thriving business lead brokerage network with 3400+ small business advertisers. I'm expanding in a tough environment but I've developed a significant web platform for my business websites. This has afforded me a competitive advantage. This new social networking platform will allow me to develop an array of distinct online communities, each serving a different audience and each generating significant ad revenue.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537364**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
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Minimum Amount to Fund: **\$4,000** Estimated loss\*: **5.95%**  
Term: **36 months**

Lender yield: **16.99%** Borrower rate/APR: **17.99% / 20.20%** Monthly payment: **\$144.59**

Lender servicing fee: **1.00%** Effective Yield\*: **16.69%**  
Estimated return\*: **10.74%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Jan-1983</b>	Debt/Income ratio:	<b>73%</b>
Credit score:	<b>740-759 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>16 / 15</b>	Length of status:	<b>4y 9m</b>
Amount delinquent:	<b>\$110</b>	Total credit lines:	<b>39</b>	Occupation:	<b>Administrative Assi...</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$35,295</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>29%</b>		
		Homeownership:	<b>No</b>		

Screen name: **five-star-dime4** Borrower's state: **Georgia** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

LEXIIS250

No description is available.

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537468

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$4,500.00** Prosper Rating: **B** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$3,150** Estimated loss\*: **5.95%**  
Term: **36 months**

Lender yield: **16.99%** Borrower rate/APR: **17.99% / 20.20%** Monthly payment: **\$162.66**

Lender servicing fee: **1.00%** Effective Yield\*: **16.69%**  
Estimated return\*: **10.74%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Feb-2007</b>	Debt/Income ratio:	<b>15%</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>6 / 5</b>	Length of status:	<b>16y 2m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>13</b>	Occupation:	<b>Skilled Labor</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$4,617</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>47%</b>		
		Homeownership:	<b>No</b>		

Screen name: **clean-auction5** Borrower's state: **RhodeIsland** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

DEBT CONSOLIDATION

Purpose of loan: pay off bills at once  
This loan will be used to...

My financial situation:

I am a good candidate for this loan because...  
I have excellent credit for 3 years

Monthly net income: \$1800  
Monthly expenses: \$1250  
Housing: \$400  
Insurance: \$100  
Car expenses: \$100  
Utilities: \$150  
Phone, cable, internet: \$100  
Food, entertainment: \$100

Clothing, household expenses: \$100  
Credit cards and other loans: \$150  
Other expenses: \$

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537512

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$7,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$4,900</b>	Estimated loss*:	<b>10.50%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>24.74%</b>	Borrower rate/APR:	<b>25.74% / 29.25%</b>	Monthly payment:	<b>\$281.07</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>24.13%</b>
		Estimated return*:	<b>13.63%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

### Borrower's Credit Profile

Prosper score (1-10):	<b>6</b>	First credit line:	<b>Jul-1986</b>	Debt/Income ratio:	<b>13%</b>
Credit score:	<b>640-659 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>7 / 7</b>	Length of status:	<b>12y 3m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>27</b>	Occupation:	<b>Computer Programmer</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$9,117</b>	Stated income:	<b>\$75,000-\$99,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>101%</b>		
		Homeownership:	<b>Yes</b>		

Screen name:	<b>first-wonderous-transaction</b>	Borrower's state:	<b>Virginia</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

### Prosper Activity

#### Loan history

Active / total loans:	<b>1 / 1</b>
Principal borrowed:	<b>\$5,000.00</b>
Principal balance:	<b>\$3,739.57</b>
Total payments billed:	<b>13</b>

#### Payment history

On-time:	<b>13 ( 100% )</b>
< 31 days late:	<b>0 ( 0% )</b>
31+ days late:	<b>0 ( 0% )</b>

#### Credit score history

640-659 (Latest)
640-659 (Aug-2010)

### Description

DEBT CONSOLIDATION

Purpose of loan:

This loan will be used to...

Consolidate Outstanding Debt

My financial situation:

I am a good candidate for this loan because...

Monthly net income: \$ 3000.00  
Housing: \$ 1700.00

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537516

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,800</b>	Estimated loss*:	<b>11.20%</b>		
Term:	<b>36 months</b>				
Lender yield:	<b>24.99%</b>	Borrower rate/APR:	<b>25.99% / 29.51%</b>	Monthly payment:	<b>\$161.14</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>24.37%</b>		
		Estimated return*:	<b>13.17%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>7</b>	First credit line:	<b>Nov-1994</b>	Debt/Income ratio:	<b>Not calculated</b>
Credit score:	<b>680-699 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Not employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>9 / 9</b>	Length of status:	<b>0y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>50</b>	Stated income:	<b>Not employed</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$20,094</b>		
Delinquencies in last 7y:	<b>21</b>	Bankcard utilization:	<b>33%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>investment-guardian2</b>	Borrower's state:	<b>Illinois</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

##### START UP FUNDING

Purpose of loan: Start a Handyman Services company

This loan will be used to...Advertizing my Handyman Services in a local major paper and also to list with online yellow pages. I will also be using these funds for operating cash for fuel, tools, and materials for customer projects.

My financial situation: My finances are holding up so far. I have no immediate pending disasters coming. But, after being laid off and being unable to find work.

I am a good candidate for this loan because...I am highly skilled with great customer service skills. Many tools and a SUV I already own. Just a moderate success will exceed my goals.

Monthly net income: \$ 2,800.00

Monthly expenses: \$ 3,225.00

Housing: \$ 1300

Insurance: \$ 290

Car expenses: \$ 250

Utilities: \$ 55

Phone, cable, internet: \$ 225

Food, entertainment: \$ 500

Clothing, household expenses: \$ 150

Credit cards and other loans: \$ 480

Other expenses: \$

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537520

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$14,500.00</b>	Prosper Rating:	<b>A</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$14,500</b>	Estimated loss*:	<b>3.80%</b>		
Term:	<b>36 months</b>				
Lender yield:	<b>12.90%</b>	Borrower rate/APR:	<b>13.90% / 16.06%</b>	Monthly payment:	<b>\$494.87</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>12.85%</b>		
		Estimated return*:	<b>9.05%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Apr-1979</b>	Debt/Income ratio:	<b>8%</b>
Credit score:	<b>780-799 (Nov-2011)</b>	Inquiries last 6m:	<b>2</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>5 / 5</b>	Length of status:	<b>15y 2m</b>

Amount delinquent:	<b>\$14,437</b>	Total credit lines:	<b>14</b>	Occupation:	<b>Skilled Labor</b>
Public records last 12m / 10y:	<b>0/ 0</b>	Revolving credit balance:	<b>\$1,041</b>	Stated income:	<b>\$75,000-\$99,999</b>
Delinquencies in last 7y:	<b>20</b>	Bankcard utilization:	<b>24%</b>		
		Homeownership:	<b>Yes</b>		

Screen name:	<b>rate-dojo2</b>	Borrower's state:	<b>Michigan</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

HOME SWEET HOME

Purpose of loan:  
This loan will be used to...purchase a condo

My financial situation:  
I am a good candidate for this loan because...I need somebody to help believe or trust in me. I would not be asking for this if I had the money on hand for this property. This will be my retirement home. Please give consideration when reviewing all the information. Thank you

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537538**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$5,500.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$3,850</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>16.99%</b>	Borrower rate/APR:	<b>17.99% / 20.20%</b>	Monthly payment:	<b>\$198.81</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>16.69%</b>
		Estimated return*:	<b>10.74%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>9</b>	First credit line:	<b>Jul-2007</b>	Debt/Income ratio:	<b>8%</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>2</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>11 / 11</b>	Length of status:	<b>12y 7m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>13</b>	Occupation:	<b>Police Officer/Corr...</b>
Public records last 12m / 10y:	<b>0/ 0</b>	Revolving credit balance:	<b>\$3,124</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>13%</b>		
		Homeownership:	<b>Yes</b>		

Screen name:	<b>genuine-wealth237</b>	Borrower's state:	<b>Florida</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

RUBY

Purpose of loan: business use  
This loan will be used to... small company

My financial situation: good  
I am a good candidate for this loan because...i am consistent with my bills

Monthly net income: \$5250  
Monthly expenses: \$600  
Housing: \$1300  
Insurance: \$150  
Car expenses: \$80  
Utilities: \$120  
Phone, cable, internet: \$88  
Food, entertainment: \$250  
Clothing, household expenses: \$200  
Credit cards and other loans: \$0  
Other expenses: \$150

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537540**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$7,500.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$5,250</b>	Estimated loss*:	<b>14.70%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.49%</b>	Borrower rate/APR:	<b>31.49% / 35.13%</b>	Monthly payment:	<b>\$324.54</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.09%</b>
		Estimated return*:	<b>14.39%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>4</b>	First credit line:	<b>Nov-1998</b>	Debt/Income ratio:	<b>36%</b>
Credit score:	<b>660-679 (Nov-2011)</b>	Inquiries last 6m:	<b>2</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>3 / 3</b>	Length of status:	<b>13y 7m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>19</b>	Occupation:	<b>Retail Management</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$8,548</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>74%</b>		
		Homeownership:	<b>No</b>		

Screen name:	<b>bold-payout-sculpture</b>	Borrower's state:	<b>Connecticut</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

LOAN

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537544**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$9,500.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$6,650</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>16.99%</b>	Borrower rate/APR:	<b>17.99% / 20.20%</b>	Monthly payment:	<b>\$343.40</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>16.69%</b>
		Estimated return*:	<b>10.74%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Aug-1987</b>	Debt/Income ratio:	<b>22%</b>
Credit score:	<b>760-779 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>6 / 6</b>	Length of status:	<b>15y 9m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>15</b>	Occupation:	<b>Fireman</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$81,990</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>65%</b>		
		Homeownership:	<b>Yes</b>		

Screen name:	<b>wise-peso-happiness</b>	Borrower's state:	<b>Florida</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

PAT

Purpose of loan: HOME IMPROVEMENT

This loan will be used to... RENOVATE MY FAMILY HOUSE

My financial situation: STABLE

I am a good candidate for this loan because... I'AM A RELIABLE CUSTOMER

Monthly net income: \$4666

Monthly expenses: \$820

Housing: \$1200

Insurance: \$315

Car expenses: \$550

Utilities: \$430

Phone, cable, internet: \$120

Food, entertainment: \$200

Clothing, household expenses: \$150

Credit cards and other loans: \$130

Other expenses: \$100

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537548**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$7,500.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$5,250</b>	Estimated loss*:	<b>14.70%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.49%</b>	Borrower rate/APR:	<b>31.49% / 35.13%</b>	Monthly payment:	<b>\$324.54</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.09%</b>		
		Estimated return*:	<b>14.39%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>3</b>	First credit line:	<b>Nov-1990</b>	Debt/Income ratio:	<b>Self-employed (DTI Not Calculated)</b>
Credit score:	<b>820-839 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Self-employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>5 / 5</b>	Length of status:	<b>6y 10m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>25</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$10,217</b>	Stated income:	<b>\$100,000+</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>35%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>pound-trader8</b>	Borrower's state:	<b>California</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**

FOR BUENESSNESS BUY SOME STUFF

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537552**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>HR</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,800</b>	Estimated loss*:	<b>16.50%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.99%</b>	Borrower rate/APR:	<b>31.99% / 35.64%</b>	Monthly payment:	<b>\$174.20</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.17%</b>		
		Estimated return*:	<b>12.67%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>3</b>	First credit line:	<b>Jan-1988</b>	Debt/Income ratio:	<b>16%</b>
Credit score:	<b>760-779 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>7 / 8</b>	Length of status:	<b>0y 5m</b>
Amount delinquent:	<b>\$5</b>	Total credit lines:	<b>22</b>	Occupation:	<b>Food Service Manage...</b>
Public records last 12m / 10y:	<b>1 / 1</b>	Revolving credit balance:	<b>\$155</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>0%</b>		
		Homeownership:	<b>No</b>		

Screen name: **just-exchange895** Borrower's state: **Pennsylvania** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

DEBT

No description is available.

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537562

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$11,500.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$8,050</b>	Estimated loss*:	<b>5.20%</b>		
Term:	<b>36 months</b>				

Lender yield: **15.56%** Borrower rate/APR: **16.56% / 18.75%** Monthly payment: **\$407.49**

Lender servicing fee: **1.00%** Effective Yield\*: **15.29%**  
Estimated return\*: **10.09%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>6</b>	First credit line:	<b>Sep-1993</b>	Debt/Income ratio:	<b>Self-employed (DTI Not Calculated)</b>
Credit score:	<b>640-659 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Self-employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>16 / 16</b>	Length of status:	<b>5y 8m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>31</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$27,904</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>54%</b>		
		Homeownership:	<b>No</b>		

Screen name: **stable-wampum** Borrower's state: **NewJersey** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Prosper Activity

##### Loan history

Active / total loans:	<b>1 / 1</b>
Principal borrowed:	<b>\$5,000.00</b>
Principal balance:	<b>\$4,093.36</b>
Total payments billed:	<b>9</b>

##### Payment history

On-time:	<b>9 ( 100% )</b>
< 31 days late:	<b>0 ( 0% )</b>
31+ days late:	<b>0 ( 0% )</b>

##### Credit score history

640-659 (Latest)
640-659 (Jan-2011)

#### Description

GROW BUSINESS

situation:

I am a good candidate for this loan because...

Monthly net income: \$  
 Monthly expenses: \$  
 Housing: \$  
 Insurance: \$  
 Car expenses: \$  
 Utilities: \$  
 Phone, cable, internet: \$  
 Food, entertainment: \$  
 Clothing, household expenses: \$  
 Credit cards and other loans: \$  
 Other expenses: \$

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537568

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$2,000.00</b>	Prosper Rating:	<b>B</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,000</b>	Estimated loss*:	<b>5.95%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>16.99%</b>	Borrower rate/APR:	<b>17.99% / 20.20%</b>	Monthly payment:	<b>\$72.29</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>16.69%</b>		
		Estimated return*:	<b>10.74%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>9</b>	First credit line:	<b>Jul-1995</b>	Debt/Income ratio:	<b>6%</b>
Credit score:	<b>660-679 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Other</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>4 / 2</b>	Length of status:	<b>55y 2m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>18</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$591</b>	Stated income:	<b>\$1-\$24,999</b>
Delinquencies in last 7y:	<b>8</b>	Bankcard utilization:	<b>25%</b>		
		Homeownership:	<b>No</b>		
Screen name:	<b>return-daisy8</b>	Borrower's state:	<b>California</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

##### REPORT

Purpose of loan:  
 This loan will be used to...

My financial situation:  
 I am a good candidate for this loan because...

Monthly net income: \$2300  
 Monthly expenses: \$300  
 Housing: \$1500  
 Insurance: \$  
 Car expenses: \$0  
 Utilities: \$0  
 Phone, cable, internet: \$0  
 Food, entertainment: \$0  
 Clothing, household expenses: \$  
 Credit cards and other loans: \$700  
 Other expenses: \$0

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537580

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>HR</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,800</b>	Estimated loss*:	<b>16.50%</b>		
Term:	<b>36 months</b>				



Lender yield:	<b>30.99%</b>	Borrower rate/APR:	<b>31.99% / 35.64%</b>	Monthly payment:	<b>\$174.20</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.17%</b>		
		Estimated return*:	<b>12.67%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>2</b>	First credit line:	<b>Dec-1986</b>	Debt/Income ratio:	<b>Not calculated</b>
Credit score:	<b>720-739 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Other</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>3 / 3</b>	Length of status:	<b>14y 0m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>10</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$0</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>0%</b>		
		Homeownership:	<b>Yes</b>		

Screen name:	<b>lulamae</b>	Borrower's state:	<b>Alabama</b>	Borrower's group:	<b>N/A</b>
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Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

#### Description

LULAMAE

Purpose of loan:

This loan will be used to...

My financial situation:

I am a good candidate for this loan because...

Monthly net income: \$ 2208

Monthly expenses: \$1200

Housing: \$486.00

Insurance: 87.00 p/m

Car expenses: \$000

Utilities: \$300. p/m

Phone, cable, internet: \$98.00 p/m

Food, entertainment: \$35.00 p/m

Clothing, household expenses: \$100.00

Credit cards and other loans: \$400.00 p/m

Other expenses: \$

Information in the Description is not verified.

#### Borrower Payment Dependent Notes Series 537584

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$6,000.00</b>	Prosper Rating:	<b>D</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$4,200</b>	Estimated loss*:	<b>11.20%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>24.99%</b>	Borrower rate/APR:	<b>25.99% / 29.51%</b>	Monthly payment:	<b>\$241.71</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>24.37%</b>		
		Estimated return*:	<b>13.17%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

#### Borrower's Credit Profile

Prosper score (1-10):	<b>6</b>	First credit line:	<b>Aug-1994</b>	Debt/Income ratio:	<b>Not calculated</b>
Credit score:	<b>640-659 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Not employed</b>
Now delinquent:	<b>0</b>	Current / open credit lines:	<b>4 / 4</b>	Length of status:	<b>8y 0m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>35</b>	Stated income:	<b>Not employed</b>
Public records last 12m / 10y:	<b>0 / 1</b>	Revolving credit balance:	<b>\$3,177</b>		
Delinquencies in last 7y:	<b>7</b>	Bankcard utilization:	<b>82%</b>		

Homeownership: **No**

Screen name: **cozy-fairness7** Borrower's state: **NewYork** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**  
HOME LOAN

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537586**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$6,000.00** Prosper Rating: **AA** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$4,200** Estimated loss\*: **1.50%**  
Term: **36 months**

Lender yield: **7.54%** Borrower rate/APR: **8.54% / 8.88%** Monthly payment: **\$189.52**

Lender servicing fee: **1.00%** Effective Yield\*: **7.54%**  
Estimated return\*: **6.04%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10): **10** First credit line: **Feb-1999** Debt/Income ratio: **13%**  
Credit score: **820-839 (Nov-2011)** Inquiries last 6m: **0** Employment status: **Other**  
Now delinquent: **0** Current / open credit lines: **8 / 6** Length of status: **2y 9m**  
Amount delinquent: **\$0** Total credit lines: **15** Occupation: **Other**  
Public records last 12m / 10y: **0 / 0** Revolving credit balance: **\$1,841** Stated income: **\$100,000+**  
Delinquencies in last 7y: **0** Bankcard utilization: **8%**  
Homeownership: **Yes**

Screen name: **pragmatic-balance3** Borrower's state: **California** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Description**  
FIX HOUSE

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537592**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount: **\$2,000.00** Prosper Rating: **B** Listing Duration: **14 days**  
Minimum Amount to Fund: **\$2,000** Estimated loss\*: **5.20%**  
Term: **36 months**

Lender yield: **15.56%** Borrower rate/APR: **16.56% / 18.75%** Monthly payment: **\$70.87**

Lender servicing fee: **1.00%** Effective Yield\*: **15.29%**  
Estimated return\*: **10.09%**

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10): **7** First credit line: **May-2001** Debt/Income ratio: **17%**  
Credit score: **680-699 (Nov-2011)** Inquiries last 6m: **1** Employment status: **Employed**

Now delinquent:	<b>0</b>	Current / open credit lines:	<b>11 / 8</b>	Length of status:	<b>4y 5m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>24</b>	Occupation:	<b>Nurse (RN)</b>
Public records last 12m / 10y:	<b>0/ 0</b>	Revolving credit balance:	<b>\$12,909</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>0</b>	Bankcard utilization:	<b>71%</b>		
		Homeownership:	<b>Yes</b>		

Screen name: **note-nexus9** Borrower's state: **Illinois** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Prosper Activity**

<b>Loan history</b>	<b>Payment history</b>	<b>Credit score history</b>
Active / total loans:	<b>1 / 1</b>	On-time:
Principal borrowed:	<b>\$4,000.00</b>	<b>18 ( 100% )</b>
Principal balance:	<b>\$2,386.15</b>	< 31 days late:
Total payments billed:	<b>18</b>	<b>0 ( 0% )</b>
		31+ days late:
		<b>0 ( 0% )</b>
		660-679 (Mar-2010)
		660-679 (Feb-2010)

**Description**

FOR SOME IMMEDIATE PERSONAL NEEDS

No description is available.

Information in the Description is not verified.

**Borrower Payment Dependent Notes Series 537596**

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$4,000.00</b>	Prosper Rating:	<b>A</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,800</b>	Estimated loss*:	<b>2.00%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>10.10%</b>	Borrower rate/APR:	<b>11.10% / 13.22%</b>	Monthly payment:	<b>\$131.14</b>
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Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>10.07%</b>
		Estimated return*:	<b>8.07%</b>

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

**Borrower's Credit Profile**

Prosper score (1-10):	<b>8</b>	First credit line:	<b>Mar-1995</b>	Debt/Income ratio:	<b>14%</b>
Credit score:	<b>660-679 (Nov-2011)</b>	Inquiries last 6m:	<b>1</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>3</b>	Current / open credit lines:	<b>5 / 5</b>	Length of status:	<b>1y 4m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>19</b>	Occupation:	<b>Other</b>
Public records last 12m / 10y:	<b>0/ 1</b>	Revolving credit balance:	<b>\$2,969</b>	Stated income:	<b>\$25,000-\$49,999</b>
Delinquencies in last 7y:	<b>20</b>	Bankcard utilization:	<b>69%</b>		
		Homeownership:	<b>No</b>		

Screen name: **capital-aspen** Borrower's state: **Nebraska** Borrower's group: **N/A**

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

**Prosper Activity**

<b>Loan history</b>	<b>Payment history</b>	<b>Credit score history</b>
Active / total loans:	<b>1 / 1</b>	On-time:
Principal borrowed:	<b>\$4,000.00</b>	<b>6 ( 100% )</b>
Principal balance:	<b>\$3,405.45</b>	< 31 days late:
Total payments billed:	<b>6</b>	<b>0 ( 0% )</b>
		31+ days late:
		<b>0 ( 0% )</b>
		660-679 (Latest)
		720-739 (Apr-2011)

**Description**

AUTOMOBILE PURCHASE

Purpose of loan:

This loan will be used to purchase a newer automobile. I currently have a 1995 Mercury in need of repair. I would like to purchase a newer vehicle with cold weather approaching. I drive a company vehicle for work, however my personal car is getting older with more problems.

My financial situation:

I am a good candidate for this loan because I have lived in the same home for 10 years. I am currently buying my home and have no children or dependents. I am employed full time salary and have regular bi-weekly pay.

Information in the Description is not verified.

### Borrower Payment Dependent Notes Series 537608

The following information pertains to the borrower loan being requested, that corresponds to the series of Notes to be issued upon the funding of the borrower loan, in the event the listing receives commitments to purchase Notes in an amount that equals or exceeds the minimum amount required for the loan to fund.

Amount:	<b>\$3,000.00</b>	Prosper Rating:	<b>E</b>	Listing Duration:	<b>14 days</b>
Minimum Amount to Fund:	<b>\$2,100</b>	Estimated loss*:	<b>14.70%</b>		
Term:	<b>36 months</b>				

Lender yield:	<b>30.49%</b>	Borrower rate/APR:	<b>31.49% / 35.13%</b>	Monthly payment:	<b>\$129.82</b>
Lender servicing fee:	<b>1.00%</b>	Effective Yield*:	<b>29.09%</b>		
		Estimated return*:	<b>14.39%</b>		

\* Estimated loss is the estimated principal loss on charge-offs. Effective yield is equal to the borrower interest rate: (i) minus the servicing fee rate, (ii) minus estimated uncollected interest on charge-offs, (iii) plus estimated collected late fees. Effective yield, Estimated loss and Estimated return are intended to represent the estimated average effective yield, loss and return, respectively, on a basket of loans with the same characteristics as this listing. All estimates are based on the historical performance of Prosper loans for borrowers with similar characteristics. The calculations of Effective yield, Estimated loss and Estimated return require significant assumptions about the repayment of loans, and lenders should make their own judgments with respect to the accuracy of these assumptions. Actual performance may differ from estimated performance.

### Borrower's Credit Profile

Prosper score (1-10):	<b>4</b>	First credit line:	<b>Nov-1989</b>	Debt/Income ratio:	<b>24%</b>
Credit score:	<b>680-699 (Nov-2011)</b>	Inquiries last 6m:	<b>0</b>	Employment status:	<b>Employed</b>
Now delinquent:	<b>1</b>	Current / open credit lines:	<b>6 / 6</b>	Length of status:	<b>2y 5m</b>
Amount delinquent:	<b>\$0</b>	Total credit lines:	<b>25</b>	Occupation:	<b>Nurse (RN)</b>
Public records last 12m / 10y:	<b>0 / 0</b>	Revolving credit balance:	<b>\$461</b>	Stated income:	<b>\$50,000-\$74,999</b>
Delinquencies in last 7y:	<b>31</b>	Bankcard utilization:	<b>102%</b>		
		Homeownership:	<b>Yes</b>		
Screen name:	<b>bold-diversification-commander</b>	Borrower's state:	<b>Illinois</b>	Borrower's group:	<b>N/A</b>

Credit and homeownership information was obtained from borrower's credit report and displayed without having been verified. Employment and income was provided by borrower and displayed without having been verified.

### Description

CONSOLIDATION

Purpose of loan  
This loan will be used to...

My financial situation:  
I am a good candidate for this loan because...

Monthly net income:  
Monthly expenses: \$  
Housing: \$  
Insurance: \$  
Car expenses: \$  
Utilities: \$  
Phone, cable, internet: \$  
Food, entertainment: \$  
Clothing, household expenses: \$  
Credit cards and other loans: \$  
Other expenses: \$

Information in the Description is not verified.