

SECURITIES AND EXCHANGE COMMISSION

FORM 497

Definitive materials filed under paragraph (a), (b), (c), (d), (e) or (f) of Securities Act Rule 497

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ING PRIME RATE TRUST

CIK:[826020](#) | IRS No.: [956874587](#) | State of Incorporation: **MA** | Fiscal Year End: **0228**
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Mailing Address
*ING PRIME RATE TRUST
7337 E. DOUBLETREE
RANCH ROAD, STE 100
SCOTTSDALE AZ 85258*

Business Address
*ING PRIME RATE TRUST
7337 E. DOUBLETREE
RANCH ROAD, STE 100
SCOTTSDALE AZ 85258
4804773000*

ING PRIME RATE TRUST
(“Trust”)

Supplement dated January 10, 2013
to the Trust’ s Prospectuses dated June 29, 2012

406.224 Shares of Beneficial Interest

On January 7, 2013 the Trust sold 406.224 shares of beneficial interest of the Trust through the Trust’ s Shareholder Investment Program pursuant to a Distribution Agreement with ING Investments Distributor, LLC (“IID”) at a sales price of \$6.189 per share.

Gross Proceeds	\$	2,514.12
Commission to IID	\$	0.00
Net Proceeds to Trust	\$	2,514.12

On January 7, 2013 the last day of the corresponding pricing period, the last reported sales price of the Shares on the New York Stock Exchange was \$6.025.

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

PLEASE RETAIN THIS SUPPLEMENT FOR FUTURE REFERENCE
