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ING PRIME RATE TRUST  
Form 497  
August 17, 2004

SEC File No. 333-61831  
Filed Pursuant to Rule 497(h)

PROSPECTUS SUPPLEMENT  
(to Prospectus dated July 1, 2004, as supplemented August 4, 2004)

ING PRIME RATE TRUST  
2,625,016.000 Shares Of Beneficial Interest

On August 13, 2004, ING Prime Rate Trust (the "Trust") sold 2,625,016.000 shares of beneficial interest of the Trust through a privately negotiated transaction pursuant to a Distribution Agreement with ING Funds Distributor LLC at a sales price of \$7.619 per share.

Gross Proceeds	\$19,999,996.90
Commission	\$ 0.00
Net Proceeds to Trust	19,999,996.90

On August 12, 2004, the last day of the corresponding pricing period, the last reported sales price of the Shares on the NYSE was \$8.06.

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.

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The date of this Prospectus Supplement is August 17, 2004.