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ING PRIME RATE TRUST  
Form 497J  
July 02, 2012

July 2, 2012

**VIA EDGAR**

U.S. Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549

**Re: ING Prime Rate Trust**

(SEC File Nos. 333-180973, 811-05410)

(SEC File Nos. 333-180985, 811-05410)

Ladies and Gentlemen:

Pursuant to Rule 497(j) under the Securities Act of 1933, as amended, ( "1933 Act" ) this is to certify that the Prospectuses and the Statement of Additional Information that would be filed pursuant to 497(c) under the 1933 Act would not have differed from those contained in Pre-Effective Amendment No. 1 to the Registrant's Registration Statement on Form N-2 filed on June 27, 2012.

Please contact Jay Stamper at (480) 477-2660 or the undersigned at (480) 477-2649 if you have any questions or comments.

Regards,

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/s/ Paul A. Caldarelli  
Paul A. Caldarelli  
Vice President and Senior Counsel  
ING Investment Management ING Funds

cc: Jeffrey S. Poretz, Esq.

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ING Investments, LLC

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