

ING PRIME RATE TRUST

Form N-30B-2

February 03, 2011

**Funds**

Third Quarter Report

**November 30, 2010**

ING Prime Rate Trust

This report is submitted for general information to shareholders of the ING Funds. It is not authorized for distribution to prospective shareholders unless accompanied or preceded by a prospectus which includes details regarding the fund's investment objectives, risks, charges, expenses and other information. This information should be read carefully.

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ING Prime Rate Trust

**THIRD QUARTER REPORT**

November 30, 2010

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## ING Prime Rate Trust

## PORTFOLIO MANAGERS' REPORT

Dear Shareholders:

ING Prime Rate Trust (the "Trust") is a diversified, closed-end management investment company that seeks to provide investors with as high a level of current income as is consistent with the preservation of capital. The Trust seeks to achieve this objective by investing, under normal circumstances, at least 80% of its net assets, plus the amount of any borrowings for investment purposes, in U.S. dollar denominated floating rate secured senior loans.

**PORTFOLIO CHARACTERISTICS  
AS OF NOVEMBER 30, 2010**

Net Assets	\$ 862,162,552
Total Assets	\$ 1,167,699,213
Assets Invested in Senior Loans	\$ 1,131,637,287
Senior Loans Represented	336
Average Amount Outstanding per Loan	\$ 3,367,968
Industries Represented	37
Average Loan Amount per Industry	\$ 30,584,792
Portfolio Turnover Rate (YTD)	41%
Weighted Average Days to Interest Rate Reset	37
Average Loan Final Maturity	50 months
Total Leverage as a Percentage of Total Assets (including preferred shares)	22.18%

**PERFORMANCE SUMMARY**

The Trust declared \$0.08 of dividends during the third fiscal quarter and \$0.24 during the nine months ended November 30, 2010. Based on the average month-end net asset value ("NAV") per share of \$5.78 for the third fiscal quarter and \$5.76 for the nine month period, this resulted in an annualized distribution rate<sup>(1)</sup> of 5.53% for the third fiscal quarter and 5.57% for the nine month period. The Trust's total net return for the third fiscal quarter, based on NAV, was 4.27% versus a total gross return on the S&P/LSTA Leveraged Loan Index (the "Index")<sup>(2)</sup> of 3.32% for the same quarter. For the nine months ended November 30, 2010, the Trust's total return, based on NAV, was 7.04%, versus 6.29% gross return for the Index. The total market value return (based on full reinvestment of dividends) for the Trust's common shares during the third fiscal quarter was 6.40% and for the nine months ended November 30, 2010 was 1.32%.

**MARKET REVIEW**

The non-investment grade loan market, with five months of consecutive positive performance through November, continues to benefit from strong technical conditions. Market sentiment, along with average loan prices, continues to be favorably impacted by an ongoing flow of refinancing activity and strongly positive cash inflows, as retail and institutional investors alike, both in the U.S. and globally, appear to be increasingly attracted to floating rate loans for a combination of yield and a hedge against the potential rise

in interest rates. The market has also

(1) The distribution rate is calculated by annualizing dividends and distributions declared during the period and dividing the resulting annualized dividend by the Trust's average net asset value (in the case of NAV) or the average month-end NYSE Composite closing price (in the case of market). The distribution rate is based solely on the actual dividends and distributions, which are made at the discretion of management. The distribution rate may or may not include all investment income and ordinarily will not include capital gains or losses, if any.

(2) The **Index** is an unmanaged total return index that captures accrued interest, repayments, and market value changes. It represents a broad cross section of leveraged loans syndicated in the United States, including dollar-denominated loans to overseas issuers. Standard & Poor's ("S&P") and the Loan Syndications and Trading Association ("LSTA") conceived the Index to establish a performance benchmark for the syndicated leveraged loan industry. An investor cannot invest directly in an index.

## ING Prime Rate Trust

## PORTFOLIO MANAGERS' REPORT (continued)

felt the effects of the U.S. Federal Reserve's (the "Fed") "QE2" announcement, which lays out a rough outline for the second round of quantitative easing. While the efficacy of this most recent Fed directive action has been hotly debated, one by-product has been both clear and immediate that of again driving investors to riskier asset classes, including leveraged loans. Reasonably good recent economic data, together with a calming of the most recent flaring of European sovereign debt contagion, has also kept interest in higher yielding investments reasonably strong.

Loan prices have held firm notwithstanding a surge in new issuance activity. As of mid-December, the full-year 2010 estimate of face value of new institutional transactions totals approximately \$159 billion, up dramatically from the 2009's record low of \$39 billion. The majority of these new loans have come with historically wide nominal spreads (for a given credit rating) and other yield enhancements such as LIBOR floors and discounted purchase prices. We continue to monitor the pace of new deal activity, as oversupply could pressure prices for existing loans as investors favor new loans with attractive coupons and favorable structural protections. Thus far, demand has provided a more than sufficient offset, led by retail inflows in excess of \$14.8 billion since the beginning of the year (through December 15, as reported by Lipper FMI).

Default activity continued to ebb during the period. The overall Index default rate (by principal amount, as tracked by S&P/LCD) receded to a cycle low of 2.25% as of November 30, a mere shadow of the recorded high water mark of 10.81% posted just one year before. This sharp improvement stems from a potent combination of strong technical factors, improving fundamentals (issuer and economic) and the fact that many borrowers have already filed bankruptcy, leaving behind a stronger universe of survivors. Key leading default indicators (e.g., upgrade/downgrade ratios, shadow default rate and percentage of performing loans trading below 70% of par) remain generally positive, thereby pointing to a continuing moderation of default activity.

**TOP TEN SENIOR LOAN ISSUERS  
AS OF NOVEMBER 30, 2010  
AS A PERCENTAGE OF:**

	<b>TOTAL ASSETS</b>	<b>NET ASSETS</b>
CHS/Community Health Systems, Inc.	3.3%	4.5%
Cequel Communications, LLC	2.4%	3.2%
PBL Media	1.8%	2.5%
CSC Holdings, Inc.	1.7%	2.3%
Ford Motor Company	1.6%	2.2%
Texas Competitive Electric Holdings Company, LLC	1.5%	2.1%
Univision Communications, Inc.	1.5%	2.0%
HCA, Inc.	1.4%	1.9%
Charter Communications Operating, LLC	1.3%	1.7%
HdC Mezz 1 Partners, L.P.	1.2%	1.6%

**TOP TEN INDUSTRY SECTORS  
AS OF NOVEMBER 30, 2010  
AS A PERCENTAGE OF:**

	<b>TOTAL ASSETS</b>	<b>NET ASSETS</b>
Healthcare, Education and Childcare	13.0%	17.7%
North American Cable	8.6%	11.6%
Retail Stores	6.3%	8.5%
Printing & Publishing	6.3%	8.5%
Data and Internet Services	5.8%	7.9%
Chemicals, Plastics & Rubber	4.8%	6.5%
Utilities	4.1%	5.6%
Automobile	4.1%	5.6%
Containers, Packaging & Glass	3.7%	4.9%
Radio and TV Broadcasting	3.3%	4.4%

**PORTFOLIO REVIEW**

On a total return basis, the Trust benefited from substantial positions in the five leading Index contributors during the period, offset to some degree by generally underweight positions in the Index laggards. Sector positioning was largely unchanged during the quarter and proved essentially neutral to returns as compared to the Index. The use of leverage also continued to work in the Trust's favor during the period, as is typical when loan prices are stable to rising. The Trust

## ING Prime Rate Trust

## PORTFOLIO MANAGERS' REPORT (continued)

did not experience any defaults during the most recent fiscal quarter, as compared to four within the Index during the same period.

**OUTLOOK**

From the current vantage point, we believe the foreseeable future looks reasonably good for loan investors. Barring an external shock (always a caveat these days), we believe that the loan market's technical backdrop should remain quite healthy. Further, most broad economic indicators are now pointing to growth, albeit below the desired, job-inducing rate. Economic expansion, together with the recently enacted tax compromise in Washington (which includes a temporary reduction in payroll taxes in addition to the extension of the Bush-era tax cuts) should provide further stimulus to GDP in 2011. While downside risks still remain alive and well, at least as of this writing, most discussions about a double-dip recession in the coming year have been tabled, instead replaced with fears of inflation in the medium term. In such an environment, the loan market offers good value with a combination of yield and a natural hedge against the eventual uplift in interest rates.

Jeffrey A. Bakalar  
*Senior Vice President*  
*Senior Portfolio Manager*  
*ING Investment Management Co.*

Daniel A. Norman  
*Senior Vice President*  
*Senior Portfolio Manager*  
*ING Investment Management Co.*

ING Prime Rate Trust  
 December 17, 2010

**Ratings Distribution**  
**as of November 30, 2010**

Baa	4.71%
Ba	45.04%
B	38.31%
Caa and below	2.75%
Not rated*	9.19%

Ratings distribution shows the percentage of the Trust's loan commitments (excluding cash and foreign cash) that are rated in each ratings category, based upon the categories provided by Moody's Investors Service, Inc. Ratings distribution is based on Moody's senior secured facility ratings. Loans rated below Baa by Moody's are considered to be below investment grade. Ratings can change from time to time, and current ratings may not fully reflect the actual credit condition or risks posed by a loan.



\* Not rated includes loans to non-U.S. borrowers (which are typically unrated) and loans for which the rating has been withdrawn.

## ING Prime Rate Trust

## PORTFOLIO MANAGERS' REPORT (continued)

	Average Annual Total Returns for the Years Ended November 30, 2010			
	1 Year	3 Years	5 Years	10 Years
Based on Net Asset Value (NAV)	14.11%	1.66%	2.89%	4.04%
Based on Market Value	18.72%	3.19%	5.15%	4.67%
S&P/LSTA Leveraged Loan Index	11.98%	5.46%	5.07%	5.15%
Credit-Suisse Leveraged Loan Index	11.44%	3.96%	4.25%	4.72%

The table above illustrates the total return of the Trust against the Indices indicated. An index has no cash in its portfolio, imposes no sales charges and incurs no operating expenses. An investor cannot invest directly in an index.

Total returns based on NAV reflect that ING Investments, LLC (the Trust's "Investment Adviser") may have waived or recouped fees and expenses otherwise payable by the Trust.

***Performance data represents past performance and is no guarantee of future results. Investment return and principal value of an investment in the Trust will fluctuate. Shares, when sold, may be worth more or less than their original cost. The Trust's future performance may be lower or higher than the performance data shown. Please log on to [www.ingfunds.com](http://www.ingfunds.com) or call (800) 992-0180 to get performance through the most recent month end.***

Calculation of total return assumes a hypothetical initial investment at the net asset value (in the case of NAV) or the New York Stock Exchange ("NYSE") Composite closing price (in the case of Market Value) on the last business day before the first day of the stated period, with all dividends and distributions reinvested at the actual reinvestment price.

*Senior loans are subject to credit risks and the potential for non-payment of scheduled principal or interest payments, which may result in a reduction of the Trust's NAV.*

*This report contains statements that may be "forward-looking" statements. Actual results could differ materially from those projected in the "forward-looking" statements.*

***The views expressed in this report reflect those of the portfolio managers only through the end of the period of the report as stated on the cover. The portfolio managers' views are subject to change at any time based on market and other conditions.***

## INDEX DESCRIPTIONS

The **S&P/LSTA Leveraged Loan Index** is an unmanaged total return index that captures accrued interest, repayments, and market value changes. It represents a broad cross section of leveraged loans syndicated in the United States, including dollar-denominated loans to overseas issuers. Standard & Poor's and the

Loan Syndications & Trading Association ("LSTA") conceived the Index to establish a performance benchmark for the syndicated leveraged loan industry. An investor cannot invest directly in an index.

The **Credit-Suisse Leveraged Loan Index** is an unmanaged index of below investment grade loans designed to mirror the investable universe of the U.S. dollar-denominated leveraged loan market. An investor cannot invest directly in an index.

## ING Prime Rate Trust

## PORTFOLIO MANAGERS' REPORT (continued)

	YIELDS AND DISTRIBUTION RATES				
	Prime Rate	NAV 30-day SEC Yield <sup>(A)</sup>	Mkt. 30-Day SEC Yield <sup>(A)</sup>	Annualized Dist. Rate @ NAV <sup>(B)</sup>	Annualized Dist. Rate @ Mkt. <sup>(B)</sup>
November 30, 2010	3.25%	5.01%	5.10%	5.32%	5.41%
August 31, 2010	3.25%	4.89%	5.08%	5.78%	6.00%
May 31, 2010	3.25%	4.91%	5.19%	5.47%	5.78%
February 28, 2010	3.25%	4.20%	4.04%	5.24%	5.05%

<sup>(A)</sup> Yield is calculated by dividing the Trust's net investment income per share for the most recent thirty days by the net asset value (in the case of NAV) or the NYSE Composite closing price (in the case of Market) at quarter-end. Yield calculations do not include any commissions or sales charges, and are compounded for six months and annualized for a twelve-month period to derive the Trust's yield consistent with the U.S. Securities and Exchange Commission ("SEC") standardized yield formula.

<sup>(B)</sup> The distribution rate is calculated by annualizing the last monthly dividend of each quarter and dividing the resulting annualized dividend amount by the Trust's net asset value (in the case of NAV) or the NYSE Composite closing price (in case of Market) at quarter-end.

***Risk is inherent in all investing. The following are the principal risks associated with investing in the Trust. This is not, and is not intended to be, a description of all risks of investing in the Trust. A more detailed description of the risks of investing in the Trust is contained in the Trust's current prospectus.***

**Credit Risk:** The Trust invests a substantial portion of its assets in below investment grade senior loans and other below investment grade assets. Below investment grade loans involve a greater risk that borrowers may not make timely payment of the interest and principal due on their loans. They also involve a greater risk that the value of such loans could decline significantly. If borrowers do not make timely payments of the interest due on their loans, the yield on the Trust's common shares will decrease. If borrowers do not make timely payment of the principal due on their loans, or if the value of such loans decreases, the value of the Trust's NAV will decrease.

**Interest Rate Risk:** Changes in short-term market interest rates will directly affect the yield on the Trust's common shares. If short-term market interest rates fall, the yield on the Trust's common shares will also fall. To the extent that the interest rate spreads on loans in the Trust experience a general decline, the yield on the Trust will fall and the value of the Trust's assets may decrease, which will cause the Trust's value to decrease. Conversely, when short-term market interest rates rise, because of the lag between changes in such short-term rates and the resetting of the floating rates on assets in the Trust's portfolio, the impact of rising rates will be delayed to the extent of such lag.

**Leverage Risk:** The Trust borrows money for investment purposes. Borrowing increases both investment opportunity and investment risk. In the event of a general market decline in the value of assets such as those in which the Trust invests, the effect of that decline will be magnified in the Trust because of the additional assets purchased with the proceeds of the borrowings. The Trust also faces the risk that it might have to sell assets at relatively less advantageous times if it were forced to de-leverage if a source of leverage becomes unavailable.



## ING Prime Rate Trust

## STATEMENT OF ASSETS AND LIABILITIES as of November 30, 2010 (Unaudited)

**ASSETS:**

Investments in securities at value (Cost \$1,193,219,620)	\$ 1,150,446,612
Foreign currencies at value (Cost \$2,362,125)	2,362,111
Receivables:	
Investment securities sold	5,604,575
Interest	5,577,466
Other	24,579
Unrealized appreciation on forward foreign currency contracts	3,683,784
Prepaid expenses	86
<b>Total assets</b>	<b>1,167,699,213</b>

**LIABILITIES:**

Notes payable	134,000,000
Payable for investment securities purchased	44,127,961
Accrued interest payable	7,143
Deferred arrangement fees on senior loans	89,958
Dividends payable preferred shares	4,874
Payable to affiliates	970,461
Payable to custodian	97,044
Accrued trustees fees	8,952
Unrealized depreciation on unfunded commitments	802,681
Other accrued expenses	427,587
<b>Total liabilities</b>	<b>180,536,661</b>
Preferred shares, \$25,000 stated value per share at liquidation value (5,000 shares outstanding)	125,000,000
<b>NET ASSETS</b>	<b>\$ 862,162,552</b>

Net assets value per common share outstanding (net assets divided by 146,953,833 shares of beneficial interest authorized and outstanding, no par value)

\$ 5.87

**NET ASSETS WERE COMPRISED OF:**

Paid-in capital	\$ 1,274,477,658
Undistributed net investment income	1,684,406
Accumulated net realized loss	(374,207,100)
Net unrealized depreciation	(39,792,412)
<b>NET ASSETS</b>	<b>\$ 862,162,552</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

## STATEMENT OF OPERATIONS for the Nine Months Ended November 30, 2010 (Unaudited)

<b>INVESTMENT INCOME:</b>	
Interest	\$ 40,833,987
Amendment fees earned	501,437
Other	1,384,973
Total investment income	42,720,397
<b>EXPENSES:</b>	
Investment management fees	6,737,659
Administration fees	2,105,518
Transfer agent fees	55,697
Interest expense	2,047,541
Custody and accounting expense	413,410
Professional fees	209,744
Preferred shares dividend disbursing agent fees	260,228
Postage expense	159,444
Trustees fees	14,316
Miscellaneous expense	239,874
Total expenses	12,243,431
Net investment income	30,476,966
<b>REALIZED AND UNREALIZED GAIN (LOSS)</b>	
Net realized gain (loss) on:	
Investments	(5,420,420)
Forward foreign currency contracts	650,248
Foreign currency related transactions	(1,637,194)
Net realized loss	(6,407,366)
Net change in unrealized appreciation or depreciation on:	
Investments	29,335,884
Forward foreign currency contracts	2,301,314
Foreign currency related transactions	147,787
Unfunded commitments	685,898
Net change in unrealized appreciation or depreciation	32,470,883
Net realized and unrealized gain	26,063,517
<b>DISTRIBUTIONS TO PREFERRED SHAREHOLDERS:</b>	
From net investment income	(346,706)
Increase in net assets resulting from operations	\$ 56,193,777

See Accompanying Notes to Financial Statements



## ING Prime Rate Trust

## STATEMENTS OF CHANGES IN NET ASSETS (Unaudited)

	<b>Nine Months Ended November 30, 2010</b>	<b>Year Ended February 28, 2010</b>
<b>FROM OPERATIONS:</b>		
Net investment income	\$ 30,476,966	\$ 40,578,441
Net realized loss	(6,407,366)	(79,461,767)
Net change in unrealized appreciation or depreciation	32,470,883	362,783,607
Distributions to preferred shareholders from net investment income	(346,706)	(534,821)
Increase in net assets resulting from operations	56,193,777	323,365,460
<b>FROM DISTRIBUTIONS TO COMMON SHAREHOLDERS:</b>		
From net investment income	(35,224,428)	(45,727,025)
Decrease in net assets from distributions to common shareholders	(35,224,428)	(45,727,025)
<b>CAPITAL SHARE TRANSACTIONS:</b>		
Reinvestment of distributions from common shares	392,395	193,985
Proceeds from shares sold	10,016,035	112,650
Net increase from capital share transactions	10,408,430	306,635
Net increase in net assets	31,377,779	277,945,070
<b>NET ASSETS:</b>		
Beginning of period	830,784,773	552,839,703
End of period (including undistributed net investment income of \$1,684,407 and \$6,778,574 respectively)	\$ 862,162,552	\$ 830,784,773

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

## STATEMENT OF CASH FLOWS for the Nine Months Ended November 30, 2010 (Unaudited)

**INCREASE (DECREASE) IN CASH****Cash Flows From Operating Activities:**

Interest received	\$ 32,015,617
Dividends paid to preferred shareholders	(347,080)
Arrangement fee paid	(151,660)
Other income received	2,037,671
Interest paid	(2,040,398)
Other operating expenses paid	(10,395,324)
Purchases of securities	(452,429,747)
Proceeds on sale of securities	478,267,854
Net cash provided by operating activities	\$ 46,956,933

**Cash Flows From Financing Activities:**

Dividends paid to common shareholders	\$ (34,832,033)
Redemption of preferred shares	(75,000,000)
Proceeds from shares sold	10,016,035
Net increase of notes payable	51,000,000
Net cash flows used in financing activities	(48,815,998)
Net decrease	(1,859,065)
Cash at beginning of period	1,859,065
Cash at end of period	\$

**Reconciliation of Net Increase in Net Assets Resulting from Operations To Net Cash Provided by Operating Activities:**

Net increase in net assets resulting from operations	\$ 56,193,777
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities:	
Change in unrealized appreciation or depreciation on investments	(29,335,884)
Change in unrealized appreciation or depreciation on forward foreign currency contracts	(2,301,314)
Change in unrealized appreciation or depreciation on unfunded commitments	(685,898)
Change in unrealized appreciation or depreciation on other assets and liabilities	(147,787)
Accretion of discounts on investments	(7,889,754)
Amortization of premiums on investments	182,339
Net realized loss on sale of investments and foreign currency related transactions	6,407,366
Purchases of securities	(452,429,747)
Proceeds on sale of securities	478,267,854
Decrease in other assets	3,452
Increase in interest receivable	(1,110,955)
Decrease in prepaid expenses	8,863

Decrease in deferred arrangement fees on senior loans	(151,660)
Increase in accrued interest payable	7,143
Decrease in dividends payable preferred shares	(374)
Increase in payable to affiliates	74,037
Decrease in accrued trustees fees	(8,676)
Decrease in other accrued expenses	(125,849)
Total adjustments	(9,236,844)
Net cash provided by operating activities	\$ 46,956,933
<b>Non Cash Financing Activities</b>	
Reinvestment of dividends	\$ 392,395

See Accompanying Notes to Financial Statements



FINANCIAL HIGHLIGHTS (UNAUDITED)

Selected data for a share of beneficial interest outstanding throughout each year or period.

Year or period ended	Per Share Operating Performance									
	Net asset value, beginning of year or period	Net investment income (loss)	Net realized and unrealized gain (loss)	Distribution to Preferred Shareholders	Change in net asset value from offerings	Total investment operations	Distribution to Common Shareholders from net investment income	Total distributions	Net asset value, end of year or period	Closing market price, end of year or period
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
<b>ING Prime Rate Trust</b>										
11-30-10	5.72	0.21	0.18	(0.00)*		0.39	(0.24)	(0.24)	5.87	5.77
02-28-10	3.81	0.28	1.95	(0.00)*		2.23	(0.32)	(0.32)	5.72	5.94
02-28-09	6.11	0.46	(2.29)	(0.06)		(1.89)	(0.41)	(0.47)	3.81	3.50
02-29-08	7.65	0.75	(1.57)	(0.16)		(0.98)	(0.56)	(0.72)	6.11	5.64
02-28-07	7.59	0.71	0.06	(0.16)		0.61	(0.55)	(0.71)	7.65	7.40
02-28-06	7.47	0.57	0.12	(0.11)		0.58	(0.46)	(0.57)	7.59	7.02
02-28-05	7.34	0.45	0.16	(0.05)		0.56	(0.43)	(0.48)	7.47	7.56
02-29-04	6.73	0.46	0.61	(0.04)		1.03	(0.42)	(0.46)	7.34	7.84
02-28-03	7.20	0.50	(0.47)	(0.05)		(0.02)	(0.45)	(0.50)	6.73	6.46
02-28-02	8.09	0.74	(0.89)	(0.11)		(0.26)	(0.63)	(0.74)	7.20	6.77
02-28-01	8.95	0.88	(0.78)	(0.06)	(0.04)		(0.86)	(0.92)	8.09	8.12

Year or period ended	Total Investment Return <sup>(1)</sup>		Ratios to average net assets				Supplemental data	
	Total Investment Return at net asset value <sup>(2)</sup>	Total Investment Return at closing market price <sup>(3)</sup>	Expenses (before interest and other fees related to revolving credit facility) <sup>(4)</sup>	Expenses prior to fee waivers and/or recoupments if any <sup>(4)</sup>	Expenses, net of fee waivers and/or recoupments if any <sup>(4)</sup>	Net investment income (loss) <sup>(4)</sup>	Net assets, end of year or period	Portfolio Turnover
	(%)	(%)	(%)	(%)	(%)	(%)	(\$000's)	(%)
<b>ING Prime Rate Trust</b>								
11-30-10	7.04	1.32	1.61	1.92	1.92	4.79	862,163	41
02-28-10	60.70	81.66	1.77 <sup>(6)</sup>	1.99 <sup>(6)</sup>	1.93	5.56	830,785	38
02-28-09	(31.93) <sup>(5)</sup>	(32.03) <sup>(5)</sup>	1.95	3.01	3.01	7.86	552,840	10
02-29-08	(13.28)	(17.25)	2.20	4.36	4.36	10.35	886,976	60

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02-28-07	8.85	13.84	2.21	4.62	4.62	9.42	1,109,539	60
02-28-06	8.53	(0.82)	2.33	4.27	4.27	7.71	1,100,671	81
02-28-05	7.70	2.04	2.29	3.18	3.17	6.04	1,082,748	93
02-29-04	15.72	28.77	2.11	2.40	2.40	6.68	1,010,325	87
02-28-03	0.44	2.53	2.19	2.68	2.68	7.33	922,383	48
02-28-02	(3.02)	(9.20)	2.25	3.64	3.64	9.79	985,982	53
02-28-01								
	0.19	9.10	1.81	4.45	4.45	10.39	1,107,432	46

(1) Total investment return calculations are attributable to common shares.

(2) Total investment return at net asset value has been calculated assuming a purchase at net asset value at the beginning of each period and a sale at net asset value at the end of each period and assumes reinvestment of dividends and capital gain distributions, if any, in accordance with the provisions of the dividend reinvestment plan. Total investment return at net asset value is not annualized for periods less than one year.

(3) Total investment return at market value has been calculated assuming a purchase at market value at the beginning of each period and a sale at market value at the end of each period and assumes reinvestment of dividends and capital gain distributions, if any, in accordance with the provisions of the dividend reinvestment plan. Total investment return at market value is not annualized for periods less than one year.

(4) Annualized for periods less than one year.

(5) There was no impact on total return due to payments by affiliates.

(6) Includes excise tax fully reimbursed by the Investment Adviser.

\* Amount is more than \$(0.005).

See Accompanying Notes to Financial Statements

FINANCIAL HIGHLIGHTS (UNAUDITED) (CONTINUED)

Selected data for a share of beneficial interest outstanding throughout each year or period.

Year or period ended	Ratios to average net assets including Preferred Shares <sup>(a)</sup>				Ratios to average net assets plus borrowings			
	Expenses (before interest and other fees related to revolving credit facility) <sup>(4)</sup>	Expenses, prior to fee waivers and/or recoupments, if any <sup>(4)</sup>	Expenses, net of fee waivers and/or recoupments, if any <sup>(4)</sup>	Net investment income (loss) <sup>(4)</sup>	Expenses (before interest and other fees related to revolving credit facility) <sup>(4)</sup>	Expenses, prior to fee waivers and/or recoupments, if any <sup>(4)</sup>	Expenses, net of fee waivers and/or recoupments, if any <sup>(4)</sup>	Net investment income (loss) <sup>(4)</sup>
	(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)
<b>ING Prime Rate Trust</b>								
11-30-10	1.34	1.62	1.62	4.02	1.42	1.70	1.70	4.23
02-28-10	1.36 <sup>(6)</sup>	1.52 <sup>(6)</sup>	1.48	4.26	1.67 <sup>(6)</sup>	1.87 <sup>(6)</sup>	1.81	5.23
02-28-09	1.54	2.38	2.38	6.22	1.54	2.37	2.37	6.21
02-29-08	1.54	3.05	3.05	7.23	1.60	3.17	3.17	7.53
02-28-07	1.57	3.27	3.27	6.68	1.56	3.25	3.25	6.63
02-28-06	1.64	3.02	3.02	5.44	1.58	2.90	2.90	5.24
02-28-05	1.60	2.22	2.21	4.21	1.63	2.27	2.26	4.32
02-29-04	1.45	1.65	1.65	4.57	1.84	2.09	2.09	5.82
02-28-03	1.49	1.81	1.81	4.97	1.82	2.23	2.23	6.10
02-28-02	1.57	2.54	2.54	6.83	1.66	2.70	2.70	7.24
02-28-01	1.62	3.97	3.97	9.28	1.31	3.21	3.21	7.50

Year or period ended	Supplemental data						
	Preferred Shares Aggregate amount outstanding	Liquidation and market value per share of Preferred Shares	Asset coverage inclusive of Preferred Shares and debt per share <sup>(b)</sup>	Borrowings at end of period	Asset coverage per \$1,000 of debt <sup>(b)</sup>	Average borrowings	Common shares outstanding at end of year or period
	(\$000's)	(\$)	(\$)	(\$000's)	(\$)	(\$000's)	(000's)
<b>ING Prime Rate Trust</b>							
11-30-10	125,000	25,000	108,225	134,000	8,367	110,545	146,954
02-28-10	200,000	25,000	98,400	83,000	13,419	46,416	145,210
02-28-09	225,000	25,000	70,175	81,000	10,603	227,891	145,178
02-29-08	450,000	25,000	53,125	338,000	4,956	391,475	145,094
02-28-07	450,000	25,000	62,925	281,000	6,550	459,982	145,033

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02-28-06	450,000	25,000	55,050	465,000	4,335	509,178	145,033
02-28-05	450,000	25,000	53,600	496,000	4,090	414,889	145,033
02-29-04	450,000	25,000	62,425	225,000	7,490	143,194	137,638
02-28-03	450,000	25,000	62,375	167,000	9,218	190,671	136,973
02-28-02	450,000	25,000	58,675	282,000	6,092	365,126	136,973
02-28-01							
	450,000	25,000	53,825	510,000	4,054	450,197	136,847

(a) Ratios do not reflect the effect of dividend payments to Preferred Shareholders; income ratios reflect income earned on assets attributable to Preferred Shareholders; ratios do not reflect any add-back for the borrowings.

(b) Asset coverage ratios, for periods prior to fiscal 2009, represented the coverage available for both the borrowings and preferred shares expressed in relation to each \$1,000 of borrowings and preferred shares liquidation value outstanding. The Asset coverage ratio per \$1,000 of debt for periods subsequent to fiscal 2008, is presented to represent the coverage available to each \$1,000 of borrowings before consideration of any preferred shares liquidation price, while the Asset coverage inclusive of Preferred Shares, presents the coverage available to both borrowings and preferred shares, expressed in relation to the per share liquidation price of the preferred shares.

See Accompanying Notes to Financial Statements





ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited)

**NOTE 1 ORGANIZATION**

ING Prime Rate Trust (the "Trust"), a Massachusetts business trust, is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as a diversified, closed-end, management investment company. The Trust invests primarily in senior loans, which generally are not registered under the Securities Act of 1933, as amended (the "1933 Act"), and which contain certain restrictions on resale and cannot be sold publicly. These loans bear interest (unless otherwise noted) at rates that float periodically at a margin above the London Inter-Bank Offered Rate ("LIBOR") and other short-term rates.

**NOTE 2 SIGNIFICANT ACCOUNTING POLICIES**

The following is a summary of the significant accounting policies consistently followed by the Trust in the preparation of its financial statements. The policies are in conformity with U.S. generally accepted accounting principles for investment companies.

*A. Senior Loan and Other Security Valuation.* All Senior loans and other securities are recorded at their estimated fair value, as described below. Senior loans held by the Trust are normally valued at the average of the means of one or more bid and ask quotations obtained from dealers in loans by an independent pricing service or other sources determined by the Trust's Board to be independent and believed to be reliable. Loans for which reliable market value quotations are not readily available may be valued with reference to another loan or a group of loans for which reliable quotations are readily available and whose characteristics are comparable to the loan being valued. Under this approach, the comparable loan or loans serve as a proxy for changes in value of the loan being valued.

The Trust has engaged independent pricing services to provide market value quotations from dealers in loans and, when such quotations are not readily available, to calculate values under the proxy procedure described above. As of November 30, 2010, 98.5% of total loans were valued based on these procedures. It is expected that most of the loans held by the Trust will continue to be valued with reference to quotations from the independent pricing service or with reference to the proxy procedure described above.

Prices from a pricing source may not be available for all loans and the Investment Adviser or ING Investment Management Co. ("ING IM" or the "Sub-Adviser"), may believe that the price for a loan derived from market quotations or the proxy procedure described above is not reliable or accurate. Among other reasons, this may be the result of information about a particular loan or borrower known to the Investment Adviser or the Sub-Adviser that the Investment Adviser or the Sub-Adviser believes may not be known to the pricing service or reflected in a price quote. In this event, the loan is valued at fair value, as defined by the 1940 Act, as determined in good faith under procedures established by the Board and in accordance with the provisions of the 1940 Act. Under these procedures, fair value is determined by the Investment Adviser or Sub-Adviser and monitored by the Board through its Compliance Committee.

In fair valuing a loan, consideration is given to several factors, which may include, among others, the following: (i) the characteristics of and fundamental analytical data relating to the loan, including the cost, size, current interest rate, period until the next interest rate reset, maturity and base lending rate of the loan, the terms and conditions of the loan and any related agreements, and the position of the loan in the

borrower's debt structure; (ii) the nature, adequacy and value of the collateral, including the Trust's rights, remedies and interests with respect to the collateral; (iii) the creditworthiness of the borrower and the cash flow coverage of outstanding principal and interest, based on an evaluation of its financial condition, financial statements and information about the borrower's business, cash flows, capital structure and

## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 2 SIGNIFICANT ACCOUNTING POLICIES (continued)**

future prospects; (iv) information relating to the market for the loan, including price quotations for, and trading in, the loan and interests in similar loans; (v) the reputation and financial condition of the agent for the loan and any intermediate participants in the loan; (vi) the borrower's management; and (vii) the general economic and market conditions affecting the fair value of the loan. Securities for which the primary market is a national securities exchange are valued at the last reported sale price. Securities reported by NASDAQ will be valued at the NASDAQ Official Closing Price. Securities traded in the over-the-counter market and listed securities for which no sale was reported on a valuation date are valued at the mean between the last reported bid and ask price on such exchange. Securities, other than senior loans, for which reliable market value quotations are not readily available, and all other assets, will be valued at their respective fair values as determined in good faith by, and under procedures established by, the Board. Investments in securities of sufficient credit quality maturing in 60 days or less from the date of acquisition are valued at amortized cost which approximates fair value.

Fair value is defined as the price that the Trust would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date. Each investment asset or liability of the Trust is assigned a level at measurement date based on the significance and source of the inputs to its valuation. Quoted prices in active markets for identical securities are classified as "Level 1", inputs other than quoted prices for an asset or liability that are observable are classified as "Level 2" and unobservable inputs, including the sub-adviser's judgment about the assumptions that a market participant would use in pricing an asset or liability are classified as "Level 3". The inputs used for valuing securities are not necessarily an indication of the risks associated with investing in those securities. Short-term securities of sufficient credit quality which are valued at amortized cost, which approximates fair value, are generally considered to be Level 2 securities under applicable accounting rules. A table summarizing the Trust's investments under these levels of classification is included following the Portfolio of Investments.

For the period ended November 30, 2010, there have been no significant changes to the fair valuation methodologies.

*B. Security Transactions and Revenue Recognition.* Revolver and delayed draw loans are booked on a settlement date basis. Security transactions and senior loans are accounted for on trade date (date the order to buy or sell is executed). Realized gains or losses are reported on the basis of identified cost of securities sold. Dividend income is recognized on the ex-dividend date. Interest income is recorded on an accrual basis at the then-current interest rate of the loan. The accrual of interest on loans is partially or fully discontinued when, in the opinion of management, there is an indication that the borrower may be unable to meet payments as they become due. If determined to be uncollectable, accrued interest is also written off. Cash collections on non-accrual senior loans are generally applied as a reduction to the recorded investment of the loan. Senior loans are generally returned to accrual status only after all past due amounts have been received and the borrower has demonstrated sustained performance. For all loans, except revolving credit facilities, fees received are treated as discounts and are accreted whereas premiums are amortized. Fees associated with revolving credit facilities are deferred and recognized over the shorter of four years or the actual term of the loan.

C. *Foreign Currency Translation.* The books and records of the Trust are maintained in U.S. dollars. Any foreign currency amounts are translated into U.S. dollars on the following basis:

(1) Market value of investment securities, other assets and liabilities at the exchange rates prevailing at the end of the day.

ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 2 SIGNIFICANT ACCOUNTING POLICIES (continued)**

(2) Purchases and sales of investment securities, income and expenses at the rates of exchange prevailing on the respective dates of such transactions.

Although the net assets and the market values are presented at the foreign exchange rates at the end of the day, the Trust does not isolate the portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gains or losses from investments. For securities, which are subject to foreign withholding tax upon disposition, liabilities are recorded on the Statement of Assets and Liabilities for the estimated tax withholding based on the securities current market value. Upon disposition, realized gains or losses on such securities are recorded net of foreign withholding tax.

Reported net realized foreign exchange gains or losses arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, the difference between the amounts of dividends, interest, and foreign withholding taxes recorded on the Trust's books, and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the value of assets and liabilities other than investments in securities at fiscal year end, resulting from changes in the exchange rate. Foreign security and currency transactions may involve certain considerations and risks not typically associated with investing in U.S. companies and the U.S. government. These risks include, but are not limited to, revaluation of currencies and future adverse political and economic developments which could cause securities and their markets to be less liquid and prices more volatile than those of comparable U.S. companies and U.S. government securities.

D. *Forward Foreign Currency Contracts.* The Trust may enter into forward foreign currency contracts primarily to hedge against foreign currency exchange rate risks on its non-U.S. dollar denominated investment securities. A forward foreign currency contract is an agreement between two parties to buy and sell a currency at a set price on a future date. The market value of a foreign currency contract fluctuates with changes in foreign currency exchange rates. Forward foreign currency contracts are marked to market daily and the change in value is recorded by the Trust as an unrealized gain or loss and is reported in the Statement of Assets and Liabilities. Realized gains or losses equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed are recorded upon delivery or receipt of the currency and are included in the Statement of Operations. These instruments may involve market risk in excess of the amount recognized in the Statement of Assets and Liabilities. In addition, the Trust could be exposed to risk if the counterparties are unable to meet the terms of the contracts or if the value of the currency changes unfavorably to the U.S. dollar. Open forward foreign currency contracts are presented following the Portfolio of Investments. For the period ended November 30, 2010, the Trust had an average quarterly contract amount on forward foreign currency contracts to sell of \$116,560,748.

E. *Federal Income Taxes.* It is the policy of the Trust to comply with the requirements of subchapter M of the Internal Revenue Code that are applicable to regulated investment companies and to distribute substantially all of its net investment income and any net realized capital gains to its shareholders. Therefore, a federal income tax or excise tax provision is not required. Management has considered the

sustainability of the Trust's tax positions taken on federal income tax returns for all open tax years in making this determination. No capital gain distributions shall be made until the capital loss carryforwards have been fully utilized or expire.

F. *Distributions to Common Shareholders.* The Trust declares and pays dividends monthly from net investment income. Distributions from capital gains, if any, are declared and paid annually. The

ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 2 SIGNIFICANT ACCOUNTING POLICIES (continued)**

Trust may make additional distributions to comply with the distribution requirements of the Internal Revenue Code. The character and amounts of income and gains to be distributed are determined in accordance with federal income tax regulations, which may differ from U.S. generally accepted accounting principles for investment companies. The Trust records distributions to its shareholders on the ex-dividend date.

G. *Dividend Reinvestments.* Pursuant to the Trust's Shareholder Investment Program (the "Program"), PNC Global Investment Servicing (U.S.) Inc. ("PNC"), the Program administrator, purchases, from time to time, shares of beneficial interest of the Trust on the open market to satisfy dividend reinvestments. Such shares are purchased on the open market only when the closing sale or bid price plus commission is less than the NAV per share of the Trust's common shares on the valuation date. If the market price plus commissions is equal to or exceeds NAV, new shares are issued by the Trust at the greater of (i) NAV or (ii) the market price of the shares during the pricing period, minus a discount of 5%.

H. *Use of Estimates.* The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.

I. *Share Offerings.* The Trust issues shares under various shelf registration statements, whereby the net proceeds received by the Trust from share sales may not be less than the greater of (i) the NAV per share or (ii) 94% of the average daily market price over the relevant pricing period.

**NOTE 3 INVESTMENTS**

For the period ended November 30, 2010, the cost of purchases and the proceeds from principal repayment and sales of investments, excluding short-term notes, totaled \$469,868,752 and \$463,819,762, respectively. At November 30, 2010, the Trust held senior loans valued at \$1,131,637,287 representing 98.4% of its total investments. The fair value of these assets is established as set forth in Note 2.

The senior loans acquired by the Trust typically take the form of a direct lending relationship with the borrower, and are typically acquired through an assignment of another lender's interest in a loan. The lead lender in a typical corporate loan syndicate administers the loan and monitors the collateral securing the loan.

Common and preferred shares, and stock purchase warrants held in the portfolio were acquired in conjunction with loans held by the Trust. Certain of these stocks and warrants are restricted and may not be publicly sold without registration under the 1933 Act, or without an exemption under the 1933 Act. In some cases, these restrictions expire after a designated period of time after issuance of the shares or warrants.





## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 3 INVESTMENTS (continued)**

Dates of acquisition and cost or assigned basis of restricted securities are as follows:

	<b>Date of Acquisition</b>	<b>Cost or Assigned Basis</b>
Allied Digital Technologies Corporation (Residual Interest in Bankruptcy Estate)	06/05/02	\$ 100
Ascend Media (Residual Interest)	01/05/10	
Block Vision Holdings Corporation (719 Common Shares)	09/17/02	
Boston Chicken, Inc. (Residual Interest in Boston Chicken Plan Trust)	12/26/00	9,793
Cedar Chemical (Liquidation Interest)	12/31/02	
Enterprise Profit Solutions (Liquidation Interest)	10/21/02	
Euro United Corporation (Residual Interest in Bankruptcy Estate)	06/21/02	100
Ferretti SPA (Warrants for 0.111% Participation Interest)	09/30/09	
Gainey Corporation (Residual Interest)	12/31/09	
Grand Union Company (Residual Interest in Bankruptcy Estate)	07/01/02	2,576
Kevco Inc. (Residual Interest in Bankruptcy Estate)	06/05/02	25
Lincoln Paper & Tissue (Warrants for 291 Common Shares, Expires August 14, 2015)	08/25/05	
Lincoln Pulp and Eastern Fine (Residual Interest in Bankruptcy Estate)	06/08/04	
Safelite Realty Corporation (57,804 Common Shares)	10/12/00	
Supermedia, Inc. (39,592 Common Shares)	01/05/10	
Transtar Metals (Residual Interest in Bankruptcy Estate)	01/09/03	40,230
US Office Products Company (Residual Interest in Bankruptcy Estate)	02/11/04	
Total Restricted Securities (fair value \$452,546 was 0.05% of net assets at November 30, 2010)		\$ 52,824

**NOTE 4 MANAGEMENT AND ADMINISTRATION AGREEMENTS**

The Trust has entered into an investment management agreement ("Investment Advisory Agreement") with the Investment Adviser, an Arizona limited liability company, to provide advisory and management services. The Investment Advisory Agreement compensates the Investment Adviser with a fee, computed daily and payable monthly, at an annual rate of 0.80% of the Trust's Managed Assets. For purposes of the Investment Advisory Agreement, "Managed Assets" shall mean the Trust's average daily gross asset value, minus the sum of the Trust's accrued and unpaid dividends on any outstanding preferred shares and accrued liabilities (other than liabilities for the principal amount of any borrowings incurred, commercial paper or notes issued by the Trust and the liquidation preference of any outstanding preferred shares).

The Investment Adviser entered into a Sub-Advisory agreement with ING IM, a Connecticut corporation. Subject to such policies as the Board or the Investment Adviser may determine, ING IM manages the Trust's assets in accordance with the Trust's investment objectives, policies, and limitations.

The Trust has also entered into an administration agreement with ING Funds Services, LLC (the "Administrator") to provide administrative services and also to furnish facilities. The Administrator is compensated with a fee, computed daily and payable monthly, at an annual rate of 0.25% of the Trust's Managed Assets.

## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 4 MANAGEMENT AND ADMINISTRATION AGREEMENTS (continued)**

The Investment Adviser, ING IM and the Administrator are indirect, wholly-owned subsidiaries of ING Groep N.V. ("ING Groep"). ING Groep is a global financial institution of Dutch origin offering banking, investments, life insurance, and retirement services.

ING Groep has adopted a formal restructuring plan that was approved by the European Commission in November 2009 under which the ING life insurance businesses, including the retirement services and investment management businesses, which include the Investment Adviser and its affiliates, would be divested by ING Groep by the end of 2013. While there can be no assurance that it will be carried out, the restructuring plan presents certain risks, including uncertainty about the effect on the businesses of the ING entities that service the Trust and potential termination of the Trust's existing advisory agreement, which may trigger the need for shareholder approval of new agreements.

**NOTE 5 TRANSACTIONS WITH AFFILIATES AND RELATED PARTIES**

At November 30, 2010, the Trust had the following amounts recorded in payables to affiliates on the accompanying Statement of Assets and Liabilities:

<b>Accrued Investment Management Fees</b>	<b>Accrued Administrative Fees</b>	<b>Total</b>
\$ 739,399	\$ 231,062	\$ 970,461

The Trust has adopted a Deferred Compensation Plan (the "Plan"), which allows eligible non-affiliated trustees as described in the Plan to defer the receipt of all or a portion of the trustees fees payable. Amounts deferred are treated as though invested in various "notional" funds advised by ING Investments until distribution in accordance with the Plan.

**NOTE 6 COMMITMENTS**

The Trust has entered into a \$275 million 364-day revolving credit agreement which matures August 17, 2011, collateralized by assets of the Trust. Borrowing rates under this agreement are based on a fixed spread over LIBOR, and a commitment fee is charged on the unused portion. Prepaid arrangement fees are amortized over the term of the agreement. The amount of borrowings outstanding at November 30, 2010, was \$134 million. Weighted average interest rate on outstanding borrowings was 1.65%, excluding fees related to the unused portion of the facilities, and other fees. The amount of borrowings represented 11.48% of total assets at November 30, 2010. Average borrowings for the period ended November 30, 2010 were \$110,545,455 and the average annualized interest rate was 2.46% excluding other fees related to the unused portion of the facilities, and other fees.

As of November 30, 2010, the Trust had unfunded loan commitments pursuant to the terms of the following loan agreements:

Calpine Corporation	\$ 2,100,000
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Cengage Learning, Inc.	3,333,333
Coletto Creek Power	5,000,000
Serpering Investments B.V. (Casema NV)	214,286
Valeant Pharmaceuticals International	2,000,000
	\$ 12,647,619

The unrealized depreciation on these commitments of \$802,681 as of November 30, 2010 is reported as such on the Statement of Assets and Liabilities.

## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 7 RIGHTS AND OTHER OFFERINGS**

As of November 30, 2010, outstanding share offerings pursuant to shelf registrations were as follows:

<b>Registration Date</b>	<b>Shares Registered</b>	<b>Shares Remaining</b>
8/17/09	25,000,000	24,980,237
8/17/09	5,000,000	5,000,000

On November 2, 2000, the Trust issued 3,600 shares each of Series M, Series W and Series F Auction Rate Cumulative Preferred Shares, \$0.01 Par Value, \$25,000 liquidation preference, for a total issuance of \$270 million. Also, on November 16, 2000, the Trust issued 3,600 shares of Series T and Series Th Auction Rate Cumulative Preferred Shares, \$0.01 Par Value, \$25,000 liquidation preference, for a total issuance of \$180 million. The Trust used the net proceeds of the offering to partially pay down the then existing indebtedness and to purchase additional senior loans. Historically, Preferred Shares paid dividends based on a rate set at auctions, normally held every 7 days. In most instances dividends are also payable every 7 days, on the first business day following the end of the rate period. Preferred shares have no stated conversion, redemption or liquidation date, but may be redeemed at the election of the Trust. Such shares may only be redeemed by the Preferred Shareholders if the Trust fails to meet certain credit quality thresholds within its portfolio.

Since early February 2008, the Trust has not received sufficient hold orders or any purchase requests for its preferred shares during their weekly auctions that equaled the full amount of such shares. As a result, under the terms of the preferred shares, the amounts sold, if any, by each selling shareholder are reduced pro rata or to zero. In addition, the dividend rate on such preferred shares, which is normally set by means of a Dutch auction procedure, automatically reset to the maximum rate permitted under the preferred shares program. That maximum rate is 150% of the applicable commercial paper base rate on the day of the auction. While it is possible that the dividend rate for the preferred shares will be set by means of an auction at some future time, there is no current expectation that this will be the case.

On June 9, 2008, the Trust announced the approval by the Board of a partial redemption of its outstanding preferred shares. The Trust subsequently redeemed approximately \$225 million of the \$450 million of its outstanding preferred shares. Additionally, on November 12, 2009, the Board approved a redemption of up to \$100 million preferred shares to be redeemed on a quarterly basis in the amount of up to \$25 million per quarter beginning January 2010 through December 2010.

As of November 30, 2010, pursuant to the November 2009 announcement, the first four redemptions of \$25 million each occurred. The preferred shares were redeemed using proceeds available through the Trust's existing bank loan facility and with cash held by the Trust. Redemption costs and the ongoing costs of obtaining leverage through a bank loan facility may reduce returns to common shares and may be higher or lower than the costs of leverage obtained through the preferred shares. The Trust will continue to monitor the situation and evaluate potential options to restore liquidity to and/or provide additional refinancing options for this market in the context of regulatory guidelines, as well as the economic and tax implications for both its common and preferred shareholders. There can be no assurance that any means for liquidity

will be identified, and if they are, it is possible that the Trust's leverage or its benefits from leverage will diminish.

**NOTE 8 CUSTODIAL AGREEMENT**

State Street Bank and Trust Company ("SSB") serves as the Trust's custodian and recordkeeper. Custody fees paid to SSB are reduced by earnings credits based on the cash balances held by SSB for the Trust. There were no earnings credits for the period ended November 30, 2010.

## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 9 SUBORDINATED LOANS AND UNSECURED LOANS**

The Trust may invest in subordinated loans and in unsecured loans. The primary risk arising from investing in subordinated loans or in unsecured loans is the potential loss in the event of default by the issuer of the loans. The Trust may acquire a subordinated loan only if, at the time of acquisition, it acquires or holds a senior loan from the same borrower. The Trust will acquire unsecured loans only where the Investment Adviser believes, at the time of acquisition, that the Trust would have the right to payment upon default that is not subordinate to any other creditor. Subject to the aggregate 20% limit on other investments, the Trust may invest up to 20% of its total assets in unsecured floating rate loans, notes and other debt instruments and 5% of its total assets in floating rate subordinated loans. As of November 30, 2010, the Trust held 1.0% of its total assets in subordinated loans and unsecured loans.

**NOTE 10 CAPITAL SHARES**

Transactions in capital shares and dollars were as follows:

	<b>Prime Rate Trust</b>	
	<b>Nine Months Ended November 30, 2010</b>	<b>Year Ended February 28, 2010</b>
<b>Number of Shares</b>		
Reinvestment of distributions from common shares	66,580	34,032
Proceeds from shares sold	1,677,409	19,763
Net increase in shares outstanding	1,743,989	53,795
<b>Dollar Amount (\$)</b>		
Reinvestment of distributions from common shares	\$ 392,395	\$ 193,985
Proceeds from shares sold	10,016,035	112,650
Net increase	\$ 10,408,430	\$ 306,635

**NOTE 11 FEDERAL INCOME TAXES**

The amount of distributions from net investment income and net realized capital gains are determined in accordance with federal income tax regulations, which may differ from U.S. generally accepted accounting principles for investment companies. These book/tax differences may be either temporary or permanent. Permanent differences are reclassified within the capital accounts based on their federal tax-basis treatment; temporary differences are not reclassified. Key differences include the treatment of short-term capital gains, foreign currency transactions, and wash sale deferrals. Distributions in excess of net investment income and/or net realized capital gains for tax purposes are reported as return of capital.

Dividends paid by the Trust from net investment income and distributions of net realized short-term capital gains are, for federal income tax purposes, taxable as ordinary income to shareholders.



The tax composition of dividends and distributions to shareholders was as follows:

<b>Nine Months Ended November 30, 2010</b>	<b>Year Ended February 28, 2010</b>
<b>Ordinary Income</b>	<b>Ordinary Income</b>
\$ 35,571,134	\$ 46,261,846

## ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

**NOTE 11 FEDERAL INCOME TAXES (continued)**

The tax-basis components of distributable earnings and the expiration dates of the capital loss carryforwards which may be used to offset future realized capital gains for federal income tax purposes as of February 28, 2010 were:

Undistributed Ordinary Income	Unrealized Depreciation	Post-October Capital Losses Deferred	Capital Loss Carryforwards	Expiration Dates
\$ 8,166,292	\$ (74,816,431)	\$ (21,497,833)	\$ (97,064,717)	2011
			(57,686,392)	2012
			(22,421,058)	2013
			(560,828)	2014
			(41,585,301)	2017
			(125,812,939)	2018
			\$ (345,131,235)	

The Trust's major tax jurisdictions are federal and Arizona. The earliest tax year that remains subject to examination by these jurisdictions is 2006.

As of November 30, 2010, no provision for income tax is required in the Trust's financial statements as a result of tax positions taken on federal and state income tax returns for open tax years. The Trust's federal and state income and federal excise tax returns for tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service and state department of revenue.

**NOTE 12 SUBSEQUENT EVENTS**

Subsequent to November 30, 2010, the Trust paid to Common Shareholders the following dividends from net investment income:

Per Share Amount	Declaration Date	Record Date	Payable Date
\$ 0.0255	11/30/10	12/10/10	12/22/10
\$ 0.0255	12/21/10	12/31/10	1/12/11

Subsequent to November 30, 2010, the Trust paid to Preferred Shareholders the following dividends from net investment income:

Preferred Shares	Total Per Share Amount	Auction Dates	Record Dates	Payable Dates	Average Rate			
Series M	\$ 9.71	12/06/10	01/14/11	12/13/11	01/24/11	12/14/10	01/25/11	0.29%
Series T	\$ 9.49	12/07/10	01/18/11	12/14/10	01/25/11	12/15/10	01/26/11	0.28%

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Series W	\$	9.78	12/01/10	01/12/11	12/08/10	01/19/11	12/09/10	01/20/11	0.29%
Series Th	\$	9.66	12/02/10	01/13/11	12/09/10	01/20/11	12/10/10	01/21/11	0.28%
Series F	\$	9.63	12/03/10	01/14/11	12/10/10	01/21/11	12/13/10	01/24/11	0.28%

Subsequent to November 30, 2010, the fourth quarterly redemption of preferred shares took place and is itemized below:

<b>Preferred Shares</b>	<b>Total Shares Redeemed</b>	<b>Total Liquidation Preference</b>	<b>Redemption Date</b>
Series F	200	\$ 5,000,000	01/10/11
Series M	200	\$ 5,000,000	01/11/11
Series T	200	\$ 5,000,000	01/12/11
Series W	200	\$ 5,000,000	01/13/11
Series Th	200	\$ 5,000,000	01/14/11
Totals	1,000	\$ 25,000,000	

ING Prime Rate Trust

NOTES TO FINANCIAL STATEMENTS as of November 30, 2010 (Unaudited) (continued)

Subsequent to November 30, 2010, the Board of Trustees approved a continuance of the redemption of the ARPS through a series of periodic redemptions of up to \$25 million each, the next of which is expected to occur in January 2011, subject to satisfying the notice and other requirements that apply to ARPS redemptions. Upon completion of such notice and other requirements, the Trust will issue a formal redemption notice to the paying agent and record holders. The amount and timing of redemptions of ARPS will be at the discretion of the Trust's management, subject to market conditions and investment considerations.

The Trust has evaluated events occurring after the Statement of Assets and Liabilities date (subsequent events) to determine whether any subsequent events necessitated adjustment to or disclosure in the financial statements. Other than the above, no such subsequent events were identified.



## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Senior Loans*: 131.2%</b>				
<b>Aerospace &amp; Defense: 1.9%</b>				
	<b>Delta Airlines, Inc.</b>	Ba2	BB-	
\$ 495,000	Term Loan, 8.750%, maturing September 27, 2013			\$ 501,099
	<b>Delta Airlines, Inc.</b>	B2	B	
6,316,506	Term Loan, 3.539%, maturing April 30, 2014			6,107,272
	<b>Forgings International, Ltd.</b>	NR	NR	
1,500,000	Term Loan, 4.789%, maturing December 18, 2015			1,368,750
1,500,000	Term Loan, 5.289%, maturing December 20, 2016			1,368,750
1,500,000	<b>Transdigm, Inc.</b>	Ba2	BB-	
	Term Loan, 2.267%,			1,493,063

		maturing June 23, 2013		
		<b>Triumph Group, Inc.</b>	Baa3	BB+
		Term Loan, 4.500%, maturing June 16, 2016		
798,000				803,736
		<b>United Airlines, Inc.</b>	Ba3	BB-
		Term Loan, 2.313%, maturing February 03, 2014		
4,016,895				3,841,875
		<b>Wesco Aircraft Hardware Corporation</b>	Ba3	BB-
		Term Loan, 2.510%, maturing September 30, 2013		
1,294,914				1,293,835
				<b>16,778,380</b>
<b>Automobile: 5.6%</b>				
		<b>Avis Budget Car Rental, LLC</b>	Ba2	BB
		Term Loan, 5.750%, maturing April 19, 2014		
3,191,939				3,208,297
		<b>Dana Corporation</b>	B1	BB-
3,380,767	(5)	Term Loan, 4.532%, maturing January		3,390,727

			30, 2015	
			<b>Dollar Thrifty Automotive Group, Inc.</b>	B2 B-
			Term Loan, 2.756%, maturing June 15, 2014	
3,275,801				3,259,422
			<b>Federal-Mogul Corporation</b>	Ba3 B+
			Term Loan, 2.188%, maturing December 29, 2014	
4,628,344	(5)			4,186,721
			Term Loan, 2.188%, maturing December 28, 2015	
2,361,400	(5)			2,136,082
			<b>Ford Motor Company</b>	Baa3 BB
			Term Loan, 3.028%, maturing December 16, 2013	
4,974,912	(5)			4,929,830
			Term Loan, 3.038%, maturing December 16, 2013	
14,429,415				14,311,094
			<b>KAR Holdings, Inc.</b>	Ba3 B+
			Term Loan, 3.010%, maturing October 18, 2013	
5,337,738				5,315,218
				B1 B+



**Metaldyne  
Company,  
LLC**

1,500,000	Term Loan, 7.750%, maturing October 28, 2016	1,518,750
	See Accompanying Notes to Financial Statements 23	

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Automobile: (continued)</b>				
	<b>Pinafore, Inc.</b>	Ba2	BB	
\$ 1,000,000	Term Loan, 6.500%, maturing September 29, 2015			\$ 1,002,656
4,048,780	Term Loan, 6.750%, maturing September 29, 2016			4,103,504
	<b>United Components, Inc.</b>	Ba3	B	
500,000	Term Loan, 6.250%, maturing March 23, 2017			505,875
				<b>47,868,176</b>
<b>Beverage, Food &amp; Tobacco: 3.6%</b>				
	<b>ARAMARK Corporation</b>	Ba3	BB	
1,902,845	Term Loan, 2.164%, maturing January 26, 2014			1,750,618
3,147,614	Term Loan, 2.164%, maturing January 27, 2014			3,112,203

	632,780		Term Loan, 2.281%, maturing January 27, 2014		625,661
	456,754		Term Loan, 3.506%, maturing July 26, 2016		456,004
	6,945,247		Term Loan, 3.539%, maturing July 26, 2016		6,933,850
			<b>Bolthouse Farms, Inc.</b>	B1	B
	985,909		Term Loan, 5.500%, maturing February 11, 2016		990,634
			<b>Green Mountain Coffee Roasters, Inc.</b>	Ba3	B+
	1,000,000	(5)	Term Loan, maturing November 23, 2016		1,006,875
			<b>Iglo Birds Eye</b>	NR	BB-
EUR	2,125,000		Term Loan, 5.546%, maturing April 30, 2016		2,769,249
			<b>Michael Foods, Inc.</b>	B1	BB-
\$	997,500		Term Loan, 6.250%,		1,009,969

			maturing June 29, 2016		
			<b>Pinnacle Foods Holding Corporation</b>	Ba3	B+
			Term Loan, 2.761%, maturing April 02, 2014		
	7,423,092				7,249,116
			<b>United Biscuits Holdco, Ltd.</b>	NR	NR
			Term Loan, 3.081%, maturing December 15, 2014		
GBP	2,724,251				4,043,971
			<b>Van Houtte Inc.</b>	Ba3	BB-
			Term Loan, 2.789%, maturing July 19, 2014		
\$	1,243,952				1,233,067
			Term Loan, 2.789%, maturing July 19, 2014		
	169,630				168,146
					<b>31,349,363</b>
<b>Buildings &amp; Real Estate: 1.7%</b>					
			<b>Armstrong World Industries, Inc.</b>	B1	BB-
			Term Loan, maturing May 23, 2017		
	2,250,000	(5)			2,267,813
			<b>Capital Automotive,</b>	Ba3	B

2,951,361	<p><b>L.P.</b> Term Loan, 2.760%, maturing December 14, 2012</p>	2,932,915
1,500,000	<p><b>CB</b> <b>Richard Ellis</b> Ba1 BB Term Loan, 3.503%, maturing November 06, 2016</p>	1,502,501
1,001,485	<p><b>Contech Construction Products, Inc.</b> B3 B Term Loan, 5.250%, maturing January 31, 2013</p>	842,082

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i> <i>(Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b><i>Buildings &amp; Real Estate:</i></b>				
<b><i>(continued)</i></b>				
	<b>Custom Building Products, Inc.</b>	B1	B+	
	Term Loan, 5.750%, maturing March 19, 2015			
\$ 991,780				\$ 996,739
	<b>Goodman Global, Inc.</b>	B1	B+	
	Term Loan, 5.750%, maturing October 28, 2016			
3,200,000	(5)			3,231,405
	<b>John Maneely Company</b>	B3	B	
	Term Loan, 3.539%, maturing December 09, 2013			
2,278,214				2,227,352
	<b>KCPC Acquisition, Inc.</b>	Ba3	CCC	
	Term Loan, 2.563%, maturing May 22, 2014			
189,655				154,569
519,560				423,441

	Term Loan, 2.563%, maturing May 22, 2014			14,578,817
<b>Cargo Transport: 1.0%</b>				
	<b>Baker Tanks, Inc.</b>	B2	B	
1,194,486	Term Loan, 4.787%, maturing May 08, 2014			1,177,564
	<b>Ceva Group, PLC</b>	B1	B	
989,770	Term Loan, 3.256%, maturing November 04, 2013			940,281
1,851,871	Term Loan, 3.256%, maturing November 04, 2013			1,759,278
723,070	Term Loan, 3.880%, maturing November 04, 2013			669,744
	<b>Dockwise Transport, N.V.</b>	NR	NR	
594,840	Term Loan, 2.039%, maturing January 11, 2015			552,829
725,864	Term Loan, 2.039%, maturing			674,600

		April 10, 2015		
		Term Loan, 2.914%, maturing January 11, 2016		552,829
594,840				
		Term Loan, 2.914%, maturing April 10, 2016		566,809
609,882				
		<b>Inmar, Inc.</b>	B1	B
		Term Loan, 2.510%, maturing April 29, 2013		719,241
745,328				
		<b>US Shipping Partners, L.P.</b>	B3	B-
		Term Loan, 9.200%, maturing November 12, 2013		816,441
1,073,382				
				<b>8,429,616</b>
<b>Cellular: 0.2%</b>				
		<b>NTELOS, Inc.</b>	Ba3	BB
		Term Loan, 5.750%, maturing August 07, 2015		1,498,050
1,488,745				
				<b>1,498,050</b>
<b>Chemicals, Plastics &amp; Rubber: 6.5%</b>				
		<b>AZ Chem US, Inc.</b>	B1	B+
		Term Loan, maturing November		604,875
600,000	(5)			



		18, 2016	
		<b>Brenntag Holding GmbH &amp; Co. KG</b>	Ba2      BBB-
	Term Loan, 3.764%, maturing January 20, 2014		
3,542,098			3,564,236
	Term Loan, 3.781%, maturing January 20, 2014		
695,099			697,705
See Accompanying Notes to Financial Statements			
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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Chemicals, Plastics &amp; Rubber:</b>				
<i>(continued)</i>				
	<b>Celanese U.S Holdings, LLC</b>	Ba2	BB+	
\$ 3,200,000	Term Loan, 1.761%, maturing April 02, 2014			\$ 3,190,000
	<b>Chemtura Corporation</b>	Ba1	NR	
765,000	Term Loan, 5.500%, maturing August 27, 2016			771,375
	<b>Cristal Inorganic Chemicals, Inc.</b>	Ba3	BB-	
2,561,926	Term Loan, 2.539%, maturing May 15, 2014			2,508,554
	<b>Cristal Inorganic Chemicals, Inc.</b>	B3	B-	
1,000,000	Term Loan, 6.039%, maturing November 18, 2014			986,250
	<b>General Chemical Corporation</b>	B1	B	
1,125,000				1,135,688

		Term Loan, 6.750%, maturing October 06, 2015	
		<b>Hexion Specialty Chemicals, Inc.</b>	Ba3 B-
	1,140,000	Term Loan, 2.499%, maturing May 05, 2013	1,040,250
	2,940,997	Term Loan, 4.063%, maturing May 05, 2015	2,866,002
	967,500	Term Loan, 4.063%, maturing May 05, 2015	938,475
	1,170,867	Term Loan, 4.063%, maturing May 05, 2015	1,147,450
	1,307,796	Term Loan, 4.063%, maturing May 05, 2015	1,274,447
		<b>Huntsman International, LLC</b>	Ba2 BB-
	5,606,098	Term Loan, 2.515%, maturing June 30, 2016	5,507,973
		<b>Ineos US Finance, LLC</b>	B1 B
	282,828	Term Loan, 7.001%, maturing December 14, 2012	289,898
EUR	865,735		1,127,923

		Term Loan, 7.501%, maturing December 16, 2013		
\$	1,864,962	Term Loan, 7.501%, maturing December 16, 2013		1,895,267
EUR	989,691	Term Loan, 8.001%, maturing December 16, 2014		1,289,419
\$	2,171,244	Term Loan, 8.001%, maturing December 16, 2014		2,206,527
		<b>ISP Chemco, Inc.</b>	Ba3	BB
	3,386,250	Term Loan, 1.813%, maturing June 04, 2014		3,323,818
		<b>JohnsonDiversey, Inc.</b>	Ba2	BB-
	1,879,866	Term Loan, 5.500%, maturing November 24, 2015		1,895,140
		<b>Kraton Polymers, LLC</b>	Ba3	BB
	1,350,084	Term Loan, 2.313%, maturing May 13, 2013		1,329,412
		<b>Lyondell Chemical Company</b>	Ba2	BB
	748,125	Term Loan, 5.500%, maturing April 08, 2016		750,532

		<b>MacDermid, Inc.</b>	B2	B+
EUR	1,633,459	Term Loan, 3.005%, maturing April 11, 2014		1,973,562
\$	2,400,273	Term Loan, 2.253%, maturing April 12, 2014		2,286,260
		<b>Nalco Company</b>	Ba1	BB+
	1,000,000	Term Loan, 4.500%, maturing October 05, 2017		1,009,375
		<b>Omnova Solutions, Inc.</b>	Ba2	B+
	1,300,000	Term Loan, maturing April 12, 2017	(5)	1,311,375
See Accompanying Notes to Financial Statements				
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ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Chemicals, Plastics &amp; Rubber:</b>				
<i>(continued)</i>				
	<b>Polypore, Inc.</b>	Ba2	BB-	
	Term Loan, 2.260%, maturing July 03, 2014			
\$ 3,151,395				\$ 3,094,275
	<b>Rockwood Specialties Group, Inc.</b>	Ba2	BB+	
	Term Loan, 6.000%, maturing May 15, 2014			
1,500,473				1,512,039
	<b>Solutia, Inc.</b>	Ba1	BB-	
	Term Loan, 4.500%, maturing March 17, 2017			
1,174,779				1,183,224
	<b>Styron, Inc.</b>	B2	B+	
	Term Loan, 7.500%, maturing June 17, 2016			
3,406,875				3,462,237
				<b>56,173,563</b>
<b>Containers, Packaging &amp; Glass:</b>				
<b>4.9%</b>				
		B1	B	

	<b>Berry Plastics Corporation</b>		
4,772,280	Term Loan, 2.284%, maturing April 03, 2015		4,495,192
	<b>Bway Holding Corporation</b>	Ba3	B
912,000	Term Loan, 5.522%, maturing June 16, 2017		919,410
85,500	Term Loan, 5.560%, maturing June 16, 2017		86,195
	<b>Graham Packaging Company, L.P.</b>	B1	B+
7,710,170	Term Loan, 6.750%, maturing April 05, 2014		7,787,272
	<b>Graphic Packaging International, Inc.</b>	Ba3	BB+
4,298,853	Term Loan, 2.288%, maturing May 16, 2014		4,237,328
	<b>KLEOPATRA LUX 2 S.À. R.L.</b>	NR	NR
2,917,598	Term Loan, 3.242%, maturing		2,445,918

	January 03, 2016		
	<b>Pro Mach, Inc.</b>	B1	B
	Term Loan, 2.510%, maturing December 14, 2011		
2,298,719			2,137,809
	<b>Reynolds Group Holdings, Ltd.</b>	B1	BB-
	Term Loan, 6.750%, maturing May 05, 2016		
1,481,309			1,497,202
	<b>Reynolds Group Holdings, Ltd.</b>	Ba3	BB
	Term Loan, 6.250%, maturing May 05, 2016		
2,981,250			3,008,579
	Term Loan, 6.500%, maturing May 05, 2016		
4,100,000			4,138,142
	<b>Smurfit-Stone Container Corporation</b>	B2	BB+
	Term Loan, 6.750%, maturing July 15, 2016		
3,885,263			3,940,608
	<b>Xerium Technologies, Inc.</b>	Ba3	BB-
	Term Loan, 6.500%,		
1,347,474			1,349,158



	maturing November 25, 2014	
137,031	Term Loan, 6.500%, maturing November 25, 2014	137,203
365,417	Term Loan, 6.500%, maturing November 25, 2014	365,873
319,740	Term Loan, 6.500%, maturing November 25, 2014	320,139
570,964	Term Loan, 6.500%, maturing November 25, 2014	571,677
	<b>Xerium Technologies, Inc.</b> B3                      B+	
5,418,458	Term Loan, 8.250%, maturing May 25, 2015	5,228,812
		<b>42,666,517</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Data and Internet Services: 7.9%</b>				
	<b>Activant Solutions, Inc.</b>	B1	B	
\$	84,525	Term Loan, 2.813%, maturing May 01, 2013		\$ 83,362
	2,575,953	Term Loan, 4.813%, maturing May 02, 2013		2,540,533
	<b>Amadeus IT Group, S.A.</b>	NR	NR	
EUR	1,268,581	Term Loan, 4.314%, maturing July 01, 2013		1,611,986
EUR	1,268,581	Term Loan, 4.814%, maturing July 01, 2014		1,611,986
	<b>Aspect Software, Inc.</b>	Ba3	B+	
\$	1,243,750	Term Loan, 6.250%, maturing April 19, 2016		1,241,677
	<b>Audatex North America, Inc.</b>	Ba2	BB	
	1,060,471			1,049,867

	Term Loan, 2.063%, maturing May 16, 2014		
	<b>AutoTrader.com, Inc.</b>	Ba3	BB+
1,350,000	Term Loan, 6.000%, maturing June 14, 2016		1,357,594
	<b>Carlson Wagonlit Holdings, B.V.</b>	B2	B-
3,654,102	Term Loan, 4.038%, maturing August 04, 2014		3,464,546
	<b>Dealer Computer Services, Inc.</b>	Ba3	BB-
5,057,967	Term Loan, 5.250%, maturing April 21, 2017		5,075,670
	<b>Fifth Third Processing Solutions</b>	Ba3	BB-
1,200,000	Term Loan, 5.500%, maturing November 01, 2016		1,208,100
	<b>First American Payment Systems</b>	B1	B+
2,250,000	Term Loan, 6.750%, maturing October 04, 2016		2,250,000
	<b>First Data Corporation</b>	B1	B+
3,438,770	Term Loan, 3.003%,		3,108,373

		maturing September 24, 2014		
2,861,843		Term Loan, 3.003%, maturing September 24, 2014		2,586,227
7,758,322		Term Loan, 3.003%, maturing September 24, 2014		7,025,245
		<b>Information Solutions Company</b>	Ba2	BB+
623,438		Term Loan, 4.750%, maturing April 12, 2016		627,724
		<b>Orbitz Worldwide, Inc.</b>	B2	B+
3,159,183		Term Loan, 3.275%, maturing July 25, 2014		3,001,224
		<b>Sabre, Inc.</b>	B1	B
11,849,782		Term Loan, 2.268%, maturing September 30, 2014		11,112,132
		<b>SAVVIS Communications Corporation</b>	B1	B
2,000,000		Term Loan, 6.750%, maturing August 04, 2016		2,026,000
		<b>Ship US Bidco, Inc.</b>	Ba2	BB
1,900,000	(5)	Term Loan, maturing October 15, 2017		1,911,875
		<b>Sungard Data</b>	Ba3	BB

**Systems,  
Inc.**

247,164	Term Loan, 2.003%, maturing February 28, 2014	241,602
1,467,544	Term Loan, 6.750%, maturing February 28, 2014	1,477,021
6,687,515	Term Loan, 3.910%, maturing February 26, 2016	6,639,452

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<i>Data and Internet Services:</i>				
<i>(continued)</i>				
	<b>Trans Union, LLC</b>	Ba3	BB-	
	Term Loan, 6.750%, maturing June 15, 2017			
\$ 3,411,450				\$ 3,460,063
	<b>Transfirst Holdings, Inc.</b>	B2	B	
	Term Loan, 3.040%, maturing June 15, 2014			
1,989,717				1,828,053
	<b>Travelport, Inc.</b>	Ba3	B	
	Term Loan, 4.789%, maturing August 21, 2015			
136,295				131,320
	Term Loan, 4.962%, maturing August 21, 2015			
967,500				932,186
	Term Loan, 4.963%, maturing August 21, 2015			
598,833				576,976

68,180,794

**Diversified / Conglomerate**  
**Manufacturing: 2.6%**

		B1	B	
	<b>Brand Services, Inc.</b>			
	Term Loan, 2.563%, maturing February 07, 2014			
2,633,981				2,522,037
	Term Loan, 3.563%, maturing February 07, 2014			
1,152,204				1,116,197
	<b>Clopay Ames True Temper Holding Corporation</b>			
	Term Loan, 7.750%, maturing September 28, 2016	B1	BB+	
1,700,000				1,712,750
	<b>Dresser, Inc.</b>			
	Term Loan, 2.534%, maturing May 04, 2014	B2	B+	
4,813,677				4,797,132
	<b>Edwards (Cayman Islands II), Ltd.</b>			
	Term Loan, 2.294%, maturing May 31, 2014	B3	B+	
1,905,276				1,846,927
	<b>EPD, Inc.</b>			
	Term Loan,	NR	NR	
175,869				153,373

			2.760%, maturing July 31, 2014		
	1,227,921		Term Loan, 2.760%, maturing July 31, 2014		1,070,849
			<b>Ferretti S.P.A.</b>	NR	NR
EUR	385,205	(3)	Term Loan, 3.472%, maturing January 31, 2015		258,073
EUR	385,868	(3)	Term Loan, 3.972%, maturing January 31, 2016		258,517
EUR	65,586	(3)	Term Loan, 6.627%, maturing January 31, 2017		40,528
			<b>Manitowoc Company, Inc. (The)</b>	Ba2	BB
\$	622,541		Term Loan, 5.313%, maturing November 06, 2013		626,951
	449,706		Term Loan, 8.000%, maturing November 06, 2014		456,227
			<b>Rexnord Corporation / RBS Global, Inc.</b>	Ba3	BB-
	943,967				929,217



	Term Loan, 2.563%, maturing July 19, 2013		
1,000,000	Term Loan, 2.813%, maturing July 19, 2013		984,375
	<b>Sensata Technologies, B.V.</b>	B1	BB
5,008,613	Term Loan, 2.038%, maturing April 26, 2013		4,858,355
	<b>Sensus Metering Systems, Inc.</b>	Ba2	NR
349,386	Term Loan, 2.272%, maturing December 17, 2010		350,696
			<b>21,982,204</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<b>Principal Amount</b>	<b>Borrower/Tranche</b>	<b>Bank Loan Ratings† (Unaudited)</b>		<b>Fair Value</b>
		<b>Moody's</b>	<b>S&amp;P</b>	
<b>Diversified / Conglomerate Service: 3.9%</b>				
	<b>Affinion Group, Inc.</b>	Ba2	BB-	
\$ 2,487,500	Term Loan, 5.000%, maturing October 10, 2016			\$ 2,477,135
	<b>AlixPartners, LLP</b>	Ba3	BB	
2,574,688	Term Loan, 2.299%, maturing October 12, 2013			2,536,067
	<b>Brock Holdings, Inc.</b>	B3	B	
1,492,977	Term Loan, 2.806%, maturing February 26, 2014			1,407,130
	<b>Catalina Marketing Corporation</b>	Ba2	BB-	
4,207,737	Term Loan, 3.006%, maturing October 01, 2014			4,130,159
	<b>Coach America Holdings,</b>	B2	B	

		<b>Inc.</b>		
	1,250,997	Term Loan, 3.040%, maturing April 18, 2014		1,007,053
	267,307	Term Loan, 3.040%, maturing April 20, 2014		215,182
		<b>Fidelity National Information Services, Inc.</b>	Ba1	BBB-
	3,300,000	Term Loan, 5.250%, maturing July 18, 2016		3,340,943
		<b>ISS Holding A/S</b>	NR	NR
EUR	424,609	Term Loan, 2.879%, maturing December 31, 2013		533,501
EUR	227,055	Term Loan, 2.879%, maturing December 31, 2013		285,284
EUR	3,032,921	Term Loan, 2.879%, maturing December 31, 2013		3,810,719
EUR	42,895	Term Loan, 2.879%, maturing December 31, 2013		53,895

EUR	240,402	Term Loan, 2.879%, maturing December 31, 2013		302,053
EUR	32,118	Term Loan, 2.879%, maturing December 31, 2013		40,354
		<b>ISTA International GmbH</b>	NR	NR
EUR	1,617,426	Term Loan, 3.036%, maturing May 14, 2015		1,881,424
EUR	377,847	Term Loan, 3.036%, maturing May 14, 2015		439,520
		<b>ServiceMaster Company</b>	B1	B+
\$	270,951	Term Loan, 2.760%, maturing July 24, 2014		257,048
	2,720,801	Term Loan, 2.771%, maturing July 24, 2014		2,581,191
		<b>Valleycrest Companies, LLC</b>	B2	CCC+
	1,665,107	Term Loan, 2.290%, maturing March 12, 2014		1,558,956
			B1	B+

	<b>Vertafore, Inc.</b>	
748,125	Term Loan, 6.750%, maturing July 29, 2016	752,240
	<b>West Corporation</b> Ba3	BB-
940,091	Term Loan, 2.631%, maturing October 24, 2013	930,837
2,309,581	Term Loan, 4.506%, maturing July 15, 2016	2,315,355
2,607,827	Term Loan, 4.509%, maturing July 15, 2016	2,609,681
		<b>33,465,727</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Diversified Natural Resources, Precious Metals &amp; Minerals: 0.9%</b>				
	<b>Georgia Pacific, LLC</b>	Ba1	BBB+	
	Term Loan, 2.292%, maturing December 21, 2012			
\$ 4,347,379				\$ 4,347,380
	Term Loan, 3.541%, maturing December 23, 2014			
3,808,054				3,822,631
				<b>8,170,011</b>
<b>Ecological: 0.1%</b>				
	<b>Synagro Technologies, Inc.</b>	B3	CCC+	
	Term Loan, 2.260%, maturing April 02, 2014			
870,750				774,967
	<b>Synagro Technologies, Inc.</b>	Caa3	CCC-	
	Term Loan, 5.010%, maturing October 02, 2014			
485,000				401,338
				<b>1,176,305</b>
<b>Electronics: 2.0%</b>				
		Ba2	BB-	

	<b>Aeroflex, Inc.</b>		
	Term Loan, 4.313%, maturing August 15, 2014		
945,529			934,892
	<b>Brocade Communications Systems, Inc.</b>	Ba2	BBB-
	Term Loan, 7.000%, maturing October 07, 2013		
661,136			669,400
	<b>FCI International, S.A.S.</b>	B2	NR
	Term Loan, 2.790%, maturing September 30, 2012		
311,229			303,448
	Term Loan, 2.790%, maturing September 30, 2012		
284,586			276,048
	<b>Freescale Semiconductor, Inc.</b>	B2	B-
	Term Loan, 4.508%, maturing December 01, 2016		
6,311,820			5,958,971
	<b>Infor Enterprise Solutions Holdings, Inc.</b>	B1	B+
	Term Loan, 5.010%, maturing		
483,750			452,306

			July 28, 2015	
			Term Loan, 5.753%, maturing July 28, 2015	878,046
EUR	721,875			
			Term Loan, 6.010%, maturing July 28, 2015	854
\$	901			
	23,557		Term Loan, 6.010%, maturing July 28, 2015	22,214
			<b>Infor Enterprise Solutions Holdings, Inc.</b>	Caa2 CCC+
			Term Loan, 7.046%, maturing March 02, 2014	461,819
EUR	500,000			
			<b>Intersil Corporation</b>	Ba2 BB+
			Term Loan, 4.750%, maturing April 27, 2016	502,491
\$	498,750			
			<b>Kronos, Inc.</b>	Ba3 B+
			Term Loan, 2.039%, maturing June 11, 2014	3,029,442
	3,097,851			
			<b>Microsemi Corporation</b>	Ba1 BB+
	1,800,000	(5)	Term Loan,	1,818,751



	maturing November 02, 2017		
	<b>Redprairie Corporation</b>	B2	B+
	Term Loan, 6.000%, maturing March 24, 2016		
995,000			998,731
	<b>Spansion, LLC</b>	NR	BB-
	Term Loan, 6.500%, maturing January 08, 2015		
1,048,958			1,062,070
			<b>17,369,483</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<b>Principal Amount</b>	<b>Borrower/Tranche</b>	<b>Bank Loan Ratings†</b>		<b>Fair Value</b>
		<b>Moody's</b>	<b>S&amp;P</b>	
<b>Finance: 2.8%</b>				
	<b>Interactive Data Corporation</b>	Ba3	B+	
\$ 4,987,500	Term Loan, 6.750%, maturing January 27, 2017			\$ 5,069,046
	<b>LPL Holdings, Inc.</b>	Ba3	B+	
1,746,666	Term Loan, 2.039%, maturing June 28, 2013			1,745,938
5,498,006	Term Loan, 4.250%, maturing June 25, 2015			5,532,368
1,990,000	Term Loan, 5.250%, maturing June 28, 2017			2,014,875
	<b>MSCI, Inc.</b>	Ba2	BB+	
4,973,753	Term Loan, 4.750%, maturing June 01, 2016			5,004,839
	<b>Nuveen Investments,</b>	B3	B	

			<b>Inc.</b>		
			Term Loan, 3.289%, maturing November 13, 2014		
4,893,540					4,579,649
					<b>23,946,715</b>
<b>Gaming: 3.1%</b>					
			<b>Cannery Casino Resorts, LLC</b>	B3	B
			Term Loan, 4.503%, maturing May 17, 2013		
456,265					432,596
			Term Loan, 4.503%, maturing May 20, 2013		
377,290					357,718
			<b>Fontainebleau Las Vegas, LLC</b>	NR	NR
		(2)	Term Loan, 6.000%, maturing June 06, 2014		
1,070,339		(3)			216,744
			Term Loan, 6.000%, maturing June 06, 2014		
535,170		(3)			108,372
			<b>Golden Nugget, Inc.</b>	Caa3	CC
			Term Loan, 3.260%, maturing June 30, 2014		
1,220,871					991,958
2,144,742					1,742,603

		Term Loan, 3.260%, maturing June 30, 2014		
	(2)	<b>Green Valley Ranch Gaming, LLC</b>	C	NR
750,000	(3)	Term Loan, 3.507%, maturing August 16, 2014		24,531
		<b>Harrahs Operating Company, Inc.</b>	Caa1	B
2,415,817		Term Loan, 3.288%, maturing January 28, 2015		2,117,196
2,249,697		Term Loan, 3.288%, maturing January 28, 2015		1,975,094
3,166,830		Term Loan, 3.288%, maturing January 28, 2015		2,775,926
1,543,889		Term Loan, 9.500%, maturing October 31, 2016		1,600,434
		<b>Isle Of Capri Casinos, Inc.</b>	B1	B+
840,277		Term Loan,		832,819

	5.000%, maturing November 25, 2013		
	Term Loan, 5.000%, maturing November 25, 2013	2,973,826	2,947,434
	Term Loan, 5.000%, maturing November 25, 2013	1,189,531	1,178,974
	<b>Las Vegas Sands, LLC</b>		
	Term Loan, 3.030%, maturing November 23, 2016	1,026,170	964,360
	Term Loan, 3.030%, maturing November 23, 2016	4,062,797	3,823,156

B1

BB-

See Accompanying Notes to Financial Statements

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<b>Principal Amount</b>	<b>Borrower/Tranche Description</b>	<b>Bank Loan Ratings† (Unaudited)</b>		<b>Fair Value</b>
		<b>Moody's</b>	<b>S&amp;P</b>	
<b>Gaming: (continued)</b>				
	<b>Seminole Tribe Of Florida</b>	Ba1	BBB-	
\$ 16,314	Term Loan, 1.813%, maturing March 05, 2014			\$ 15,886
	<b>VML US Finance, LLC</b>	B1	BB-	
865,858	Term Loan, 4.800%, maturing May 25, 2012			867,660
1,592,817	Term Loan, 4.800%, maturing May 27, 2013			1,596,132
2,117,891	Term Loan, 4.800%, maturing May 27, 2013			2,122,657
				<b>26,692,250</b>
<b>Healthcare, Education and Childcare: 17.7%</b>				
	<b>Bausch &amp; Lomb, Inc.</b>	B1	BB-	
381,916	Term Loan, 3.506%,			376,274

	maturing April 24, 2015		
	Term Loan, 3.527%, maturing April 24, 2015		
1,574,899			1,551,633
	<b>Biomet, Inc.</b>	B1	BB-
	Term Loan, 3.281%, maturing March 25, 2015		
5,918,653			5,870,552
	<b>Bright Horizons Family Solutions, Inc.</b>	Ba2	BB-
	Term Loan, 7.500%, maturing May 28, 2015		
460,000			462,300
	<b>Catalent Pharma Solutions, Inc.</b>	Ba3	BB-
	Term Loan, 2.506%, maturing April 10, 2014		
6,364,000			6,024,589
	<b>CHG Medical Staffing, Inc.</b>	Ba3	B+
	Term Loan, 7.250%, maturing October 05, 2016		
2,000,000			2,021,250
	<b>CHS/Community Health Systems,</b>	Ba2	BB

	<b>Inc.</b>		
	Term Loan, 2.544%, maturing July 25, 2014		
1,922,625			1,882,249
	Term Loan, 2.544%, maturing July 25, 2014		
37,438,007			36,651,809
	<b>Concentra Operating Corporation</b>	Ba3	B+
	Term Loan, 2.540%, maturing June 25, 2014		
1,883,055			1,873,639
	<b>CRC Health Corporation</b>	B1	B+
	Term Loan, 2.539%, maturing February 06, 2013		
902,331			866,238
	Term Loan, 2.539%, maturing February 06, 2013		
944,252			906,482
	<b>Davita, Inc.</b>	Ba2	BB
	Term Loan, 4.500%, maturing October 20, 2016		
1,250,000			1,256,505
	<b>Emdeon Business Services, LLC</b>	Ba3	BB
	Term Loan,		
2,253,932			2,218,012



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		2.260%, maturing November 16, 2013	
	538,462	Term Loan, 4.500%, maturing November 18, 2013	541,042
		<b>EMSC, L.P.</b>	Baa3 BB+
	1,975,000	Term Loan, 3.253%, maturing April 08, 2015	1,972,531
		<b>Gambro Holding AB</b>	NR NR
	1,670,984	Term Loan, 2.534%, maturing June 05, 2014	1,551,229
SEK	2,146,343	Term Loan, 3.735%, maturing June 05, 2014	283,845
SEK	2,111,070	Term Loan, 3.735%, maturing June 05, 2014	279,180
\$	1,670,984	Term Loan, 3.284%, maturing June 05, 2015	1,551,229
SEK	2,146,343	Term Loan, 4.485%, maturing June 05, 2015	283,845

SEK	2,111,070	Term Loan, 4.485%, maturing June 05, 2015	279,180
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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Healthcare, Education and Childcare:</b>				
<i>(continued)</i>				
	<b>Grifols, S.A.</b>	Ba3	BB	
\$ 2,850,000	Term Loan, maturing October 15, 2016			\$ 2,882,826
	(5)			
	<b>Harlan Sprague Dawley, Inc.</b>	B3	B	
2,433,125	Term Loan, 3.780%, maturing July 11, 2014			2,191,839
	<b>HCA, Inc.</b>	Ba3	BB	
5,009,376	Term Loan, 2.539%, maturing November 18, 2013			4,915,711
12,013,480	Term Loan, 3.539%, maturing March 31, 2017			11,889,562
	<b>Health Management Associates, Inc.</b>	B1	BB-	
3,579,887	Term Loan, 2.039%, maturing February 28, 2014			3,494,456
	<b>HGI Holding, Inc.</b>	B1	B+	

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	2,250,000	Term Loan, 6.750%, maturing September 29, 2016			2,264,063
		<b>Iasis Healthcare, LLC</b>	Ba2	B+	
	1,244,276	Term Loan, 2.256%, maturing March 14, 2014			1,212,133
	3,595,015	Term Loan, 2.256%, maturing March 14, 2014			3,502,145
	339,445	Term Loan, 2.265%, maturing March 14, 2014			330,676
		<b>IM US Holdings, LLC</b>	Ba2	BB	
	4,368,903	Term Loan, 2.268%, maturing June 26, 2014			4,293,815
	1,000,000	Term Loan, 4.506%, maturing June 26, 2015	B1	B-	973,125
		<b>IMS Health, Inc.</b>	Ba3	BB	
EUR	989,818	Term Loan, 5.500%, maturing January 31, 2016			1,292,482
\$	1,980,480	Term Loan, 5.250%, maturing February 26, 2016			2,003,172

			<b>inVentiv Health, Inc.</b>	Ba3	BB-	
			Term Loan, 6.500%, maturing August 04, 2016			
	2,134,650					2,149,994
			<b>Medassets, Inc.</b>	Ba3	BB-	
			Term Loan, 5.250%, maturing November 15, 2016			
	1,750,000	(5)				1,762,031
			<b>Molnlycke Health Care Group</b>	NR	NR	
EUR	200,000		Term Loan, 2.796%, maturing March 30, 2015			249,691
GBP	250,000		Term Loan, 2.583%, maturing March 31, 2015			370,200
EUR	170,016		Term Loan, 3.046%, maturing March 30, 2016			212,258
GBP	203,835		Term Loan, 2.833%, maturing March 31, 2016			301,839

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Healthcare, Education and Childcare:</b>				
<i>(continued)</i>				
	<b>National Mentor, Inc.</b>	Ba3	B	
\$	9,492	Term Loan, 2.150%, maturing June 29, 2013		\$ 8,852
	1,161,035	Term Loan, 2.290%, maturing June 29, 2013		1,082,665
		<b>Nyco Holdings 3 ApS</b>	NR	NR
EUR	504,944	Term Loan, 4.796%, maturing December 29, 2014		615,621
EUR	81,310	Term Loan, 4.796%, maturing December 29, 2014		99,132
EUR	1,317,855	Term Loan, 4.796%, maturing December 29, 2014		1,606,712
EUR	51,795	Term Loan, 4.796%, maturing December 29, 2014		63,148
EUR	366,234	Term Loan, 4.796%, maturing		446,508

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			December 29, 2014	
EUR	1,317,531		Term Loan, 5.296%, maturing December 29, 2015	1,606,317
EUR	366,144		Term Loan, 5.296%, maturing December 29, 2015	446,398
EUR	81,290		Term Loan, 5.296%, maturing December 29, 2015	99,108
EUR	504,819		Term Loan, 5.296%, maturing December 29, 2015	615,469
EUR	51,782		Term Loan, 5.296%, maturing December 29, 2015	63,132
			<b>Quintiles Transnational Corporation</b>	Ba2 BB
\$	2,885,467		Term Loan, 2.290%, maturing March 29, 2013	2,849,399
			<b>Renal Advantage, Inc.</b>	Ba3 B
	3,192,000		Term Loan, 6.000%, maturing June 03, 2016	3,205,965
	1,000,000	(5)	<b>Rural/Metro Operating Company, LLC</b>	Ba3 BB
			Term Loan, 5.000%, maturing November	1,011,033

	24, 2016		
	<b>Skilled Healthcare Group, Inc.</b>	B1	B+
1,243,750	Term Loan, 5.250%, maturing April 08, 2016		1,218,356
	<b>Sterigenics International, Inc.</b>	B3	B+
1,681,310	Term Loan, 2.550%, maturing November 21, 2013		1,618,261
	<b>Sun Healthcare Group, Inc.</b>	Ba2	B+
1,500,000	Term Loan, 7.500%, maturing October 15, 2016		1,487,813
	<b>Surgical Care Affiliates, LLC</b>	Ba3	B
2,902,500	Term Loan, 2.289%, maturing December 29, 2014		2,775,516
	<b>Team Health, Inc.</b>	B1	BB
987,665	Term Loan, 2.286%, maturing November 23, 2012		969,558

See Accompanying Notes to Financial Statements



## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Healthcare, Education and Childcare: (continued)</b>				
	<b>United Surgical Partners International, Inc.</b>	Ba3	B	
\$ 1,618,710	Term Loan, 2.274%, maturing April 19, 2014			\$ 1,559,020
305,843	Term Loan, 2.260%, maturing April 21, 2014			294,565
	<b>Universal Health Services, Inc.</b>	Ba2	BB+	
3,125,000	Term Loan, 5.500%, maturing November 15, 2016			3,164,878
	<b>Vanguard Health Holdings Company II, LLC</b>	Ba2	BB-	
2,238,764	Term Loan, 5.000%, maturing January 29, 2016			2,252,524

		<b>VWR International, Inc.</b>	B1	B+	
		Term Loan, 3.296%, maturing June 29, 2014			3,039,255
EUR	2,450,636				
		Term Loan, 2.756%, maturing June 30, 2014			1,420,297
\$	1,470,382				
		<b>Warner Chilcott Company, LLC</b>	Ba3	BB	
		Term Loan, 6.000%, maturing October 30, 2014			1,083,266
	1,081,239				
		Term Loan, 6.250%, maturing April 30, 2015			526,300
	521,924				
		Term Loan, 6.250%, maturing April 30, 2015			876,384
	869,098				
		Term Loan, 6.500%, maturing February 22, 2016			953,727
	943,627				
		Term Loan, 6.500%, maturing February 22, 2016			309,874
	306,373				
					<b>152,364,684</b>
<b>Home &amp; Office Furnishings: 0.9%</b>					

		<b>Global Garden Products Italy S.P.A.</b>	NR	NR	
EUR	745,552	Term Loan, 3.384%, maturing August 31, 2016			853,502
EUR	745,552	Term Loan, 3.384%, maturing August 31, 2017			853,502
		<b>Hilding Anders</b>	NR	NR	
SEK	25,364,613	Term Loan, 4.470%, maturing March 31, 2015			2,956,900
EUR	324,872	Term Loan, 4.130%, maturing April 25, 2015			343,595
		<b>National Bedding Company</b>	B1	BB-	
\$	1,138,309	Term Loan, 2.313%, maturing February 28, 2013			1,121,234
		<b>Springs Window Fashions, LLC</b>	B2	B+	
	2,032,825	Term Loan, 3.063%, maturing December 31, 2012			1,952,783
					<b>8,081,516</b>

**Insurance: 2.0%**

	<b>AmWINS Group, Inc.</b>	<b>B2</b>	<b>B-</b>
	Term Loan, 2.796%, maturing June 08, 2013		
1,898,650			1,779,985

See Accompanying Notes to Financial Statements  
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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Insurance: (continued)</b>				
	<b>Applied Systems, Inc.</b>	B1	B-	
\$ 1,183,138	Term Loan, 2.756%, maturing September 26, 2013			\$ 1,175,743
	<b>C.G. JCF Corporation</b>	B2	B	
2,754,120	Term Loan, 3.260%, maturing August 01, 2014			2,671,495
	<b>Conseco, Inc.</b>	B2	B-	
2,283,764	Term Loan, 7.500%, maturing October 10, 2013			2,285,191
	<b>HMSC Corporation</b>	B3	B-	
2,486,845	Term Loan, 2.506%, maturing April 03, 2014			2,101,384
	<b>Hub International, Ltd.</b>	B2	B	
445,259	Term Loan, 2.789%,			433,571

	maturing June 13, 2014		
	Term Loan, 2.789%, maturing June 13, 2014		
1,980,856			1,928,858
	Term Loan, 6.750%, maturing June 13, 2014		
990,000			993,300
	<b>Sedgwick Holdings, Inc.</b>	B1	B+
	Term Loan, 5.500%, maturing May 27, 2016		
1,393,000			1,403,448
	<b>USI Holdings Corporation</b>	B2	B-
	Term Loan, 7.000%, maturing April 15, 2014		
594,000			582,417
	Term Loan, 2.760%, maturing May 05, 2014		
2,231,373			2,116,085
			<b>17,471,477</b>
<b><i>Leisure, Amusement, Entertainment: 3.2%</i></b>			
	<b>24 Hour Fitness Worldwide, Inc.</b>	Ba3	B+
2,244,375	Term Loan, 6.750%, maturing April 22,		2,166,524

	2016		
	<b>Alpha D2, Ltd.</b>	NR	NR
	Term Loan, 2.381%, maturing December 31, 2013		
1,221,225			1,120,474
	Term Loan, 2.381%, maturing December 31, 2013		
824,903			756,848
	<b>AMF Bowling Worldwide, Inc.</b>	B2	B
	Term Loan, 2.753%, maturing June 08, 2013		
1,824,794			1,613,233
	<b>Cedar Fair, L.P.</b>	Ba2	BB-
	Term Loan, 5.500%, maturing December 15, 2016		
3,117,188			3,158,378
	<b>HIT Entertainment, Inc.</b>	B1	CCC+
	Term Loan, 5.536%, maturing June 01, 2012		
1,930,756			1,877,177
	<b>Live Nation Entertainment, Inc.</b>	Ba2	BB-
	Term Loan, 4.500%, maturing November		
995,000			994,162

		07, 2016	
		<b>Metro-Goldwyn-Mayer, Inc.</b>	Ba3 B+
15,743,161	(3)	Term Loan, 20.500%, maturing April 09, 2012	7,055,991
3,691,110	(3)	Term Loan, 20.500%, maturing April 09, 2012	1,654,333
See Accompanying Notes to Financial Statements			
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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Leisure, Amusement, Entertainment:</b>				
<i>(continued)</i>				
	<b>NEP II, Inc.</b>	B1	B	
	Term Loan, 2.544%, maturing February 16, 2014			
\$ 4,205,581				\$ 4,016,330
	<b>Regal Cinemas Corporation</b>	Ba3	BB-	
	Term Loan, 3.789%, maturing November 21, 2016			
2,955,675				2,970,453
				<b>27,383,903</b>
<b>Lodging: 1.7%</b>				
	<b>Audio Visual Services Corporation</b>	NR	NR	
	Term Loan, 2.540%, maturing February 28, 2014			
970,000				790,550
	<b>HdC Mezz 1 Partners, L.P.</b>	B1	B+	
	Term Loan, 2.004%, maturing January			
16,400,000				13,776,000

		15, 2011			
			<b>14,566,550</b>		
<b>Machinery: 0.9%</b>					
			<b>Alliance Laundry Systems, LLC</b>	B1	B+
			Term Loan, 6.250%, maturing September 23, 2016		
	500,000				506,459
			<b>Bucyrus International, Inc.</b>	Ba2	BB+
			Term Loan, 4.250%, maturing February 19, 2016		
	2,985,253				3,005,761
			<b>Kion Group GmbH</b>	NR	NR
			Term Loan, 4.006%, maturing December 23, 2014		
	507,587				424,343
			Term Loan, 4.546%, maturing December 23, 2014		
EUR	1,257,708				1,400,545
			Term Loan, 4.256%, maturing December 23, 2015		
\$	507,587				424,343
			Term Loan, 4.796%, maturing December 23, 2015		
EUR	1,163,220				1,295,326
			<b>NACCO Materials</b>	NR	NR

		<b>Handling Group, Inc.</b>		
		Term Loan, 2.085%, maturing March 22, 2013		937,707
\$	989,664			<b>7,994,484</b>
<b>Mining, Steel, Iron &amp; Nonprecious Metals: 1.4%</b>				
		<b>Fairmount Minerals, Ltd.</b>	B1	BB
		Term Loan, 6.273%, maturing August 05, 2016		2,130,624
	2,100,000			
		<b>Noranda Aluminum Acquisition Corporation</b>	Ba3	B+
		Term Loan, 2.006%, maturing May 18, 2014		1,593,202
	1,617,464			
		<b>Novelis, Inc.</b>	Ba1	BB-
		Term Loan, 2.260%, maturing July 06, 2014		2,191,650
	2,201,683			
		Term Loan, 2.260%, maturing July 07, 2014		2,648,682
	2,660,808			
		<b>Oxbow Carbon, LLC</b>	Ba3	BB
		Term Loan, 2.289%,		3,369,735
	3,378,180			

maturing  
May 08,  
2014

**11,933,893**

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>		<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
			<i>Moody's</i>	<i>S&amp;P</i>	
<b>Non-North American Cable: 2.6%</b>					
		<b>Casema Bidco / Serpering Investments, B.V.</b>	NR	NR	
EUR	227,032	Term Loan, 3.546%, maturing September 15, 2014			\$ 291,495
EUR	499,525	Term Loan, 3.546%, maturing September 15, 2014			641,361
EUR	287,729	Term Loan, 3.546%, maturing September 15, 2014			369,427
EUR	31,025	Term Loan, 4.296%, maturing September 14, 2015			39,835
		<b>Numericable / YPSO France, S.A.S.</b>	NR	NR	
EUR	171,371	Term Loan, 4.626%, maturing June 16, 2014			174,169

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EUR	66,096	Term Loan, 4.664%, maturing June 16, 2014	67,176
EUR	107,842	Term Loan, 4.664%, maturing June 16, 2014	109,603
EUR	234,065	Term Loan, 5.164%, maturing December 31, 2015	237,615
EUR	439,625	Term Loan, 5.164%, maturing December 31, 2015	446,292
		<b>UPC Broadband Holding, B.V.</b>	
		Ba3 B+	
\$	1,055,136	Term Loan, 4.251%, maturing December 30, 2016	1,040,079
EUR	4,268,168	Term Loan, 4.560%, maturing December 31, 2016	5,200,030
\$	1,944,864	Term Loan, 4.251%, maturing December 29, 2017	1,913,260
EUR	3,078,704	Term Loan, 4.810%, maturing December	3,767,907

			31, 2017	
			<b>Virgin Media Investment Holdings, Ltd.</b>	Ba1 BB+
			Term Loan, 4.778%, maturing December 31, 2015	
GBP	5,000,000			7,722,236
				<b>22,020,485</b>
<b>North American Cable: 11.6%</b>				
			<b>Atlantic Broadband</b>	Ba3 B+
			Term Loan, maturing November 08, 2015	
\$	2,250,000	(5)		2,264,063
			<b>Block Communications, Inc.</b>	Ba1 BB
			Term Loan, 2.289%, maturing December 22, 2011	
	952,500			923,925
			<b>Bresnan Communications, LLC</b>	B1 BB-
			Term Loan, 2.260%, maturing June 30, 2013	
	1,231,250			1,225,340
			Term Loan, 2.260%, maturing September 30, 2013	
	1,711,282			1,703,068
			<b>Cequel Communications, LLC</b>	Ba3 BB-
	27,948,418		Term Loan, 2.253%,	27,708,145

maturing  
November  
05, 2013

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>North American Cable:</b>				
<i>(continued)</i>				
	<b>Charter Communications Operating, LLC</b>	Ba1	BB+	
\$ 1,520,431	Term Loan, 2.260%, maturing March 06, 2014			\$ 1,490,880
13,853,488	Term Loan, 3.540%, maturing September 06, 2016			13,589,412
	<b>CSC Holdings, Inc.</b>	Baa3	BBB-	
19,677,176	Term Loan, 2.003%, maturing March 29, 2016			19,557,637
	<b>Insight Midwest Holdings, LLC</b>	Ba3	B+	
8,276,372	Term Loan, 2.021%, maturing April 07, 2014			8,033,254
1,600,000	<b>Knology, Inc.</b>	B1	B+	1,608,000

	Term Loan, 5.500%, maturing October 17, 2016		
	<b>Mediacom Broadband, LLC</b>	Ba3	BB-
8,086,940	Term Loan, 2.010%, maturing January 31, 2015		7,803,897
	<b>Mediacom LLC Group</b>	Ba3	BB-
3,990,000	Term Loan, 4.500%, maturing October 23, 2017		3,915,188
3,564,000	Term Loan, 5.500%, maturing March 31, 2017		3,546,180
	<b>San Juan Cable, LLC</b>	B1	BB-
1,668,745	Term Loan, 2.050%, maturing October 31, 2012		1,652,058
	<b>WideOpenWest Finance, LLC</b>	B1	B-
5,702,357	Term Loan, 2.753%, maturing June 28, 2014		5,319,233
			<b>100,340,280</b>
<b>Oil &amp; Gas: 0.8%</b>		Ba1	BB

		<b>CGGVeritas Services, Inc.</b>		
		Term Loan, 5.500%, maturing January 12, 2016		
1,963,126				1,972,942
		<b>Hercules Offshore, LLC</b>	Caa1	B-
		Term Loan, 6.000%, maturing July 11, 2013		
1,154,823				1,073,444
		<b>MEG Energy Corporation</b>	B1	BBB-
		Term Loan, 6.000%, maturing April 03, 2016		
3,427,044				3,436,324
				<b>6,482,710</b>
<b>Other Broadcasting and Entertainment: 1.9%</b>				
		<b>Getty Images, Inc.</b>	Ba2	BB
		Term Loan, maturing November 07, 2016		
3,500,000	(5)			3,535,438
		<b>TWCC Holding Corporation</b>	Ba2	BB
		Term Loan, 5.000%, maturing September 14, 2015		
1,957,801				1,971,874
		<b>Nielson Finance, LLC</b>	Ba3	BB-
169,252				166,467

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	Term Loan, 2.253%, maturing August 09, 2013	
5,926,496	Term Loan, 4.003%, maturing May 02, 2016	5,887,338
4,743,557	Term Loan, 4.003%, maturing May 02, 2016	4,677,147
		<b>16,238,264</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Other Telecommunications: 2.3%</b>				
	<b>Alaska Communications Systems Holdings, Inc.</b>	Ba3	BB-	
\$ 2,000,000	Term Loan, 6.250%, maturing October 15, 2016			\$ 2,014,062
	<b>Asurion Corporation</b>	Ba3	B+	
5,197,500	Term Loan, 3.263%, maturing July 03, 2014			4,858,482
2,500,000	Term Loan, 6.750%, maturing March 31, 2015			2,470,983
	<b>BCM Ireland Holdings, Ltd.</b>	B2	B	
EUR 1,679,980	Term Loan, 2.671%, maturing September 30, 2014			1,650,041
EUR 1,680,261	Term Loan, 2.921%, maturing			1,650,317

		September 30, 2015	
		<b>Consolidated Communications, Inc.</b>	B1 B+
\$	1,000,000	Term Loan, 2.760%, maturing December 31, 2014	970,000
		<b>Hawaiian Telcom Communications, Inc.</b>	NR NR
	(2)	Term Loan, 9.000%, maturing November 01, 2015	946,081
	938,165		
		<b>Kentucky Data Link, Inc.</b>	B1 B-
	2,492,742	Term Loan, 4.500%, maturing February 26, 2014	2,474,046
		<b>U.S. Telepacific Corporation</b>	B1 CCC+
	3,084,500	Term Loan, 9.250%, maturing August 17, 2015	3,117,273
			<b>20,151,285</b>
<b>Personal &amp; Nondurable Consumer Products: 2.1%</b>			
		<b>Advantage Sales &amp; Marketing, Inc.</b>	Ba3 B+
	1,990,000	Term Loan, 5.000%, maturing May 05,	1,992,488

	2016		
	<b>Bushnell, Inc.</b>	B2	B-
1,659,702	Term Loan, 4.540%, maturing August 24, 2013		1,535,224
	<b>Fender Musical Instruments Corporation</b>	B2	B
1,991,672	Term Loan, 2.540%, maturing June 09, 2014		1,832,338
1,006,136	Term Loan, 2.550%, maturing June 09, 2014		925,645
	<b>Hillman Group (The), Inc.</b>	Ba3	B+
897,750	Term Loan, 5.500%, maturing May 27, 2016		901,117
	<b>Huish Detergents, Inc.</b>	Ba2	BB
1,632,503	Term Loan, 2.010%, maturing April 26, 2014		1,566,387
266,554	<b>Information Resources, Inc.</b>	Ba3	B
	Term Loan, 3.422%, maturing May 16,		262,555

2014

**Jarden Corporation** Ba1 BB+

Term  
Loan,  
3.539%,  
maturing  
January  
26, 2015

3,622,338

3,651,002

See Accompanying Notes to Financial Statements

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Personal &amp; Nondurable Consumer Products: (continued)</b>				
	<b>KIK Custom Products, Inc.</b>	B3	CCC+	
	Term Loan, 2.540%, maturing June 02, 2014			
\$ 1,681,446				\$ 1,454,451
	Term Loan, 2.540%, maturing June 02, 2014			
288,248				249,334
	<b>Spectrum Brands, Inc.</b>	B2	B	
	Term Loan, 8.000%, maturing June 16, 2016			
2,240,000				2,289,701
	<b>Yankee Candle Company, Inc.</b>	Ba3	BB-	
	Term Loan, 2.260%, maturing February 06, 2014			
1,553,135				1,522,655
				<b>18,182,897</b>
<b>Personal, Food &amp; Miscellaneous:</b>				
<b>4.4%</b>				

		<b>Acosta, Inc.</b>	B1	B	
	4,700,470	Term Loan, 2.510%, maturing July 28, 2013			4,639,716
		<b>Advance Pierre Foods</b>	B1	B+	
	4,000,000	Term Loan, 7.001%, maturing September 30, 2016			3,976,668
		<b>Burger King Corporation</b>	Ba3	BB-	
	3,440,860	Term Loan, 6.250%, maturing October 19, 2016			3,491,541
EUR	2,000,000	Term Loan, 6.500%, maturing October 19, 2016			2,625,215
		<b>Dennys, Inc.</b>	B1	B+	
\$	2,100,000	Term Loan, 6.500%, maturing September 20, 2016			2,113,125
		<b>DineEquity, Inc.</b>	Ba2	BB-	
	2,366,050	Term Loan, 6.000%, maturing October 19, 2017			2,402,265
		<b>Dunkin Brands, Inc.</b>	B1	B+	

1,520,000	(5)	Term Loan, maturing November 18, 2017			1,536,626
		<b>N.E.W. Customer Services Companies, Inc.</b>	Ba3	B+	
2,632,143		Term Loan, 6.000%, maturing March 23, 2016			2,618,161
		<b>NBTY, Inc.</b>	Ba3	BB-	
2,898,734		Term Loan, 6.250%, maturing October 02, 2017			2,939,099
		<b>OSI Restaurant Partners, Inc.</b>	B3	B+	
671,679		Term Loan, 2.586%, maturing June 14, 2013			631,274
7,136,856		Term Loan, 2.625%, maturing June 14, 2014			6,707,530
		<b>Seminole Hard Rock Entertainment, Inc.</b>	B2	BB	
750,000		Floating Rate Note, 2.571%, maturing March 15,			665,625

		2014		
		<b>Wendys/Arbys</b>		
		<b>Restaurants,</b>		
		<b>LLC</b>	Ba2	BB
		Term		
		Loan,		
		5.000%,		
		maturing		
		May 24,		
	1,496,250	2017		1,505,383
		<b>Whitelabel</b>		
		<b>IV, S.A.</b>	Ba3	B+
		Term		
		Loan,		
		5.000%,		
		maturing		
		August		
EUR	583,833	11, 2017		764,825
		Term		
		Loan,		
		5.000%,		
		maturing		
		August		
EUR	966,167	16, 2017		1,265,684
				<b>37,882,737</b>

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Printing &amp; Publishing: 8.5%</b>				
	<b>Black Press, Ltd.</b>	B1	B-	
\$ 1,262,286	Term Loan, 2.294%, maturing August 02, 2013			\$ 1,136,057
766,388	Term Loan, 2.294%, maturing August 02, 2013			689,749
	<b>Caribe Information Investments Inc.</b>	B3	CCC-	
1,836,411	Term Loan, 2.540%, maturing March 31, 2013			1,239,578
	<b>Cengage Learning, Inc.</b>	B2	B+	
6,975,978	Term Loan, 2.540%, maturing July 03, 2014			6,452,779
	<b>Cenveo Corporation</b>	Ba2	BB	
15,637	Term Loan, 4.792%, maturing June 21, 2013			15,603
967,538	Term Loan, 4.792%, maturing			965,422

			June 21, 2013	
			<b>CW Acquisition Limited Partnership</b>	Ba3 BB
			Term Loan, 9.000%, maturing July 13, 2016	
	1,894,406			1,939,398
			<b>Dex Media East, LLC</b>	B1 B+
			Term Loan, 2.795%, maturing October 24, 2014	
	3,920,154	(5)		2,920,515
			<b>Dex Media West, LLC</b>	Ba3 B+
			Term Loan, 7.000%, maturing October 24, 2014	
	2,108,320			1,801,560
			<b>Flint Group Holdings S.A.R.L.</b>	NR NR
			Term Loan, 2.713%, maturing December 31, 2014	
	841,151			791,734
			Term Loan, 2.713%, maturing December 31, 2014	
	353,279			332,524
			Term Loan, 2.713%, maturing December 31, 2015	
	1,277,104			1,202,074
			Term Loan, 2.713%, maturing May 29, 2015	
	2,333,333			2,196,250
EUR	666,667		Term Loan, 3.393%, maturing	835,828

		May 29, 2015		
		<b>Hanley Wood, LLC</b>	Caa1	CCC
		Term Loan, 2.563%, maturing March 08, 2014		
\$	1,654,278			760,141
		<b>Intermedia Outdoor, Inc.</b>	NR	NR
		Term Loan, 3.039%, maturing January 31, 2013		
	1,582,388			1,428,106
		<b>Mediannuaire Holding</b>	NR	NR
		Term Loan, 3.129%, maturing October 10, 2014		
EUR	1,487,172			1,302,269
		Term Loan, 3.629%, maturing October 09, 2015		
EUR	1,486,320			1,301,522
		<b>Merrill Communications, LLC</b>	B2	B-
		Term Loan, 8.500%, maturing December 24, 2012		
\$	3,761,595			3,695,767
		<b>Nelson Canada</b>	B1	B
		Term Loan, 2.789%, maturing July 05, 2014		
	2,812,546			2,517,229

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## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>		<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
			<i>Moody's</i>	<i>S&amp;P</i>	
<b>Printing &amp; Publishing: (continued)</b>					
		<b>PagesJaunes Groupe, S.A.</b>	NR	NR	
EUR	800,000	Term Loan, 2.629%, maturing November 22, 2013			\$ 864,773
		<b>PBL Media</b>	B1	NR	
AUD	24,331,191	Term Loan, 7.428%, maturing February 05, 2013			21,160,523
		<b>Penton Media, Inc.</b>	Caa1	CCC+	
\$	1,650,353	Term Loan, 5.000%, maturing August 01, 2014			1,243,265
		<b>Quad/Graphics, Inc.</b>	Ba2	BB+	
	1,795,500	Term Loan, 5.500%, maturing April 14, 2016			1,763,316
	4,260,290	<b>R.H. Donnelley Corporation</b>	B1	B	
		(5) Term Loan,			3,070,071



		9.000%, maturing October 24, 2014		
		<b>Source Media, Inc.</b>	B2	B
2,515,824		Term Loan, 7.000%, maturing November 08, 2011		2,415,191
		<b>Springer Science + Business Media, S.A.</b>	B1	B+
2,000,000		Term Loan, 6.751%, maturing June 17, 2016		2,000,000
		<b>SuperMedia, Inc.</b>	B3	B-
6,819,315		Term Loan, 11.000%, maturing December 31, 2015		4,415,507
		<b>Thomas Nelson Publishers</b>	Caa2	CCC
995,515		Term Loan, 9.000%, maturing June 14, 2016		970,627
	(2)	<b>Tribune Company</b>	NR	NR
1,491,225	(3)	Term Loan, 5.250%, maturing June 04, 2014		950,241
		<b>Yell Group,</b>	NR	NR

			<b>PLC</b>	
			Term Loan, 4.006%, maturing July 31, 2014	
1,690,294				747,955
				<b>73,125,574</b>
<b>Radio and TV Broadcasting: 4.4%</b>				
			<b>Citadel Broadcasting Corporation</b>	
			Ba2	BB+
			Term Loan, 11.000%, maturing June 03, 2015	
1,680,066				1,774,761
			<b>CMP KC, LLC</b>	
			NR	NR
			Term Loan, 3.506%, maturing May 03, 2011	
1,338,663	(3)			113,786
			<b>CMP Susquehanna Corporation</b>	
			Caa1	B-
			Term Loan, 2.313%, maturing May 05, 2013	
3,527,099				3,161,163
			<b>Cumulus Media, Inc.</b>	
			Caa1	B-
			Term Loan, 4.003%, maturing June 11, 2014	
4,438,786				4,101,437
			<b>FoxCo Acquisition, LLC</b>	
			B2	B
			Term Loan, 7.500%, maturing	
1,082,208				1,071,379

	July 14, 2015		
	<b>Local TV Finance, LLC</b>	B2	B-
	Term Loan, 2.290%, maturing May 07, 2013		
1,808,327			1,726,199

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Radio and TV Broadcasting: (continued)</b>				
	<b>Nexstar Broadcasting, Inc.</b>	Ba3	BB-	
\$ 583,538	Term Loan, 5.000%, maturing September 30, 2016			\$ 583,538
912,713	Term Loan, 5.006%, maturing September 30, 2016			912,713
	<b>ProSiebenSat.1 Media AG</b>	NR	NR	
EUR 64,386	Term Loan, 2.539%, maturing July 02, 2014			76,902
EUR 1,186,386	Term Loan, 2.539%, maturing July 02, 2014			1,417,006
EUR 220,233	Term Loan, 2.539%, maturing March 02, 2015			263,044
EUR 798,662	Term Loan, 2.914%,			961,381

		maturing June 26, 2015		
		Term Loan, 2.914%, maturing July 03, 2015		43,255
EUR	35,934			
		<b>Regent Broadcasting, LLC</b>	NR	NR
		Term Loan, 5.250%, maturing April 27, 2014		1,423,186
\$	1,452,230			
		<b>Sinclair Television Group, Inc.</b>	Baa3	BB
		Term Loan, 5.500%, maturing October 29, 2015		1,163,114
	1,145,455			
		<b>Spanish Broadcasting Systems</b>	Caa1	B-
		Term Loan, 2.040%, maturing June 11, 2012		1,865,066
	1,954,228			
		<b>Univision Communications, Inc.</b>	B2	B
		Term Loan, 4.506%, maturing March 31, 2017		17,308,448
	18,533,395			
				<b>37,966,378</b>
<b>Retail Stores: 8.5%</b>				
		<b>Amscan Holdings, Inc.</b>	B1	B

	1,529,009	Term Loan, 2.540%, maturing May 25, 2013			1,523,276
		<b>CBR Fashion GmbH</b>	NR	NR	
EUR	213,184	Term Loan, 2.921%, maturing April 20, 2015			259,189
EUR	208,202	Term Loan, 3.171%, maturing April 19, 2016			253,132
		<b>Claires Stores, Inc.</b>	Caa2	B-	
\$	3,432,962	Term Loan, 3.043%, maturing May 29, 2014			3,009,801
		<b>Dollar General Corporation</b>	Ba2	BBB-	
	7,256,413	Term Loan, 3.020%, maturing July 07, 2014			7,253,510
		<b>General Nutrition Centers, Inc.</b>	B1	B+	
	2,458,318	Term Loan, 2.529%, maturing September 16, 2013			2,439,880
		<b>Guitar Center,</b>	Caa1	B-	

			<b>Inc.</b>		
			Term Loan, 3.760%, maturing October 09, 2014		3,446,385
	3,782,785				
			<b>Harbor Freight Tools USA, Inc.</b>	B1	B+
			Term Loan, 5.016%, maturing February 24, 2016		3,337,157
	3,334,029				
			<b>HEMA Holding, B.V.</b>	NR	NR
EUR	1,500,000	(5)	Term Loan, maturing July 06, 2015		1,881,832
EUR	1,500,000	(5)	Term Loan, maturing July 05, 2016		1,881,832

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Description</i>	<i>Bank Loan Ratings†</i> <i>(Unaudited)</i>		<i>Fair Value</i>
			<i>Moody's</i>	<i>S&amp;P</i>	
<b>Retail Stores: (continued)</b>					
		<b>Leslies Poolmart, Inc.</b>	Ba3	B+	
\$	1,600,000	(5) Term Loan, 6.000%, maturing November 24, 2017			\$ 1,612,501
		<b>Maxeda DIY Group, B.V.</b>	NR	NR	
EUR	530,263	(5) Term Loan, maturing June 29, 2015			641,532
EUR	719,737	(5) Term Loan, maturing August 01, 2015			870,764
EUR	530,263	(5) Term Loan, maturing June 27, 2016			641,532
EUR	719,737	(5) Term Loan, maturing August 01, 2016			870,764
\$	1,842,617	<b>Michaels Stores, Inc.</b>	B2	B+	1,781,580
		Term Loan, 2.563%,			



			maturing October 31, 2013		
	2,479,746		Term Loan, 4.813%, maturing July 31, 2016		2,463,558
			<b>Neiman Marcus Group, Inc.</b>	B2	BB-
	6,763,834		Term Loan, 4.294%, maturing April 06, 2015		6,647,346
			<b>Petco Animal Supplies, Inc.</b>	NR	NR
	6,100,000	(5)	Term Loan, maturing November 24, 2017		6,122,112
			<b>Pets at Home Group, Ltd.</b>	NR	BB-
GBP	2,500,000		Term Loan, 5.581%, maturing January 24, 2017		3,887,184
			<b>Picard Groupe</b>	NR	NR
EUR	810,628		Term Loan, 5.935%, maturing October 31, 2017		1,062,850
EUR	189,372		Term Loan, 5.935%, maturing September		248,484

			14, 2017	
			<b>Pilot Travel Centers, LLC</b>	Ba2 BBB-
			Term Loan, 5.250%, maturing June 30, 2016	
\$	1,161,755			1,179,175
			<b>Rite Aid Corporation</b>	B3 B+
			Term Loan, 2.010%, maturing June 04, 2014	
	5,862,342			5,301,234
			Term Loan, 6.000%, maturing June 04, 2014	
	1,379,406			1,366,043
			<b>Sally Holding, LLC</b>	B1 BB+
			Term Loan, 2.510%, maturing November 15, 2013	
	2,281,384			2,273,399
			<b>Savers</b>	Ba3 B+
			Term Loan, 5.750%, maturing March 11, 2016	
	1,492,500			1,498,097
			<b>The Gymboree Corporation</b>	B1 B+
			Term Loan, maturing November 16, 2017	
	1,800,000	(5)		1,809,803
			<b>Toys "R" Us, Inc.</b>	B1 BB-

	3,835,388	Term Loan, 6.000%, maturing August 17, 2016			3,867,578
		<b>Vivarte S.A.S.</b>	NR	NR	
EUR	1,924,280	Term Loan, 2.728%, maturing March 09, 2015			2,110,590
EUR	1,924,280	Term Loan, 3.353%, maturing March 08, 2016			2,110,590
					<b>73,652,710</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>	
		<i>Moody's</i>	<i>S&amp;P</i>		
<b>Satellite: 0.5%</b>					
	<b>Intelsat Corporation</b>	B1	BB-		
\$	1,359,678	Term Loan, 2.790%, maturing January 03, 2014		\$ 1,335,316	
	1,359,259	Term Loan, 2.790%, maturing January 03, 2014		1,334,905	
	1,359,259	Term Loan, 2.790%, maturing January 03, 2014		1,334,905	
				<b>4,005,126</b>	
<b>Telecommunications Equipment: 1.3%</b>					
	<b>CommScope, Inc.</b>	Ba2	BB		
	644,464	Term Loan, 2.789%, maturing December 26, 2014		644,330	
GBP	4,383,255	<b>Macquarie UK Broadcast Ventures, Ltd.</b> Term Loan, 2.581%,	NR	NR	5,818,449

		maturing December 01, 2014		
		<b>Sorenson Communications, Inc.</b>	Ba2	CCC+
		Term Loan, 6.000%, maturing August 16, 2013		1,342,512
\$	1,428,476			
		<b>TDF, S.A.</b>	NR	NR
		Term Loan, 2.796%, maturing January 30, 2015		1,717,798
EUR	1,500,000			
		Term Loan, 3.046%, maturing January 29, 2016		1,717,798
EUR	1,500,000			
				<b>11,240,887</b>
<b>Textiles &amp; Leather: 0.2%</b>				
		<b>Phillips-Van Heusen Corporation</b>	Ba2	BBB
		Term Loan, 4.750%, maturing May 06, 2016		1,150,649
\$	1,135,571			
		Term Loan, 5.000%, maturing May 06, 2016		920,982
EUR	709,732			
				<b>2,071,631</b>
<b>Utilities: 5.6%</b>				
		<b>Calpine Corporation</b>	B1	B+
		Term Loan, 3.165%, maturing March 29,		2,641,474
\$	2,653,087			

		2014	
		<b>Coleta Creek WLE, L.P.</b>	B1 B+
2,160,391	Term Loan, 3.033%, maturing June 28, 2013		2,070,374
437,602	Term Loan, 3.283%, maturing June 28, 2013		419,368
		<b>FirstLight Power Resources, Inc.</b>	B1 B+
90,682	Term Loan, 2.813%, maturing November 01, 2013		87,508
1,847,478	Term Loan, 2.813%, maturing November 01, 2013		1,782,817
		<b>FirstLight Power Resources, Inc.</b>	B3 CCC+
610,514	Second Lien Term Loan, 4.813%, maturing May 01, 2014		567,778

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche</i>	<i>Bank Loan Ratings†</i> <i>(Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Utilities: (continued)</b>				
	<b>Great Point Power, LLC</b>	Ba1	BB+	
\$ 995,000	Term Loan, 5.500%, maturing March 10, 2017			\$ 996,244
	<b>MACH Gen, LLC.</b>	Ba3	BB-	
444,571	Term Loan, 2.289%, maturing February 22, 2013			414,933
	<b>New Development Holdings, LLC</b>	Ba3	BB-	
4,401,469	Term Loan, 7.000%, maturing July 03, 2017			4,487,434
	<b>NRG Energy, Inc.</b>	Baa3	BB+	
2,892	Term Loan, 1.789%, maturing February 01, 2013			2,872
374,438				371,897

	Term Loan, 2.039%, maturing February 01, 2013		
1,777,282	Term Loan, 3.539%, maturing August 31, 2015		1,781,407
7,554,620	Term Loan, 3.539%, maturing August 31, 2015		7,528,987
	<b>Texas Competitive Electric Holdings Company, LLC</b>	B2	B+
6,355,317	Term Loan, 3.754%, maturing October 10, 2014		4,911,071
5,820,000	Term Loan, 3.754%, maturing October 10, 2014		4,512,816
7,927,444	Term Loan, 3.754%, maturing October 10, 2014		6,127,256
2,923,383	Term Loan, 3.754%, maturing October 10, 2014		2,265,806
	<b>TPF Generation Holdings,</b>	Ba3	BB



		<b>LLC</b>		
	1,431,519	Term Loan, 2.289%, maturing December 13, 2013		1,393,584
	1,873,890	Term Loan, 2.289%, maturing December 15, 2013		1,824,232
		<b>TPF Generation Holdings, LLC</b>	B3	B
	1,500,000	Term Loan, 4.539%, maturing December 15, 2014		1,383,750
		<b>Viridian Group, PLC</b>	NR	NR
GBP	1,080,000	Term Loan, 5.076%, maturing October 24, 2012		1,406,995
EUR	1,072,386	Term Loan, 5.334%, maturing October 24, 2012		1,167,206
				<b>48,145,809</b>
		<b>Total Senior Loans (Cost \$1,175,176,413)</b>		<b>1,131,629,251</b>

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

<i>Principal Amount</i>	<i>Borrower/Tranche Description</i>	<i>Bank Loan Ratings† (Unaudited)</i>		<i>Fair Value</i>
		<i>Moody's</i>	<i>S&amp;P</i>	
<b>Other Corporate Debt: 1.4%</b>				
<b>Diversified / Conglomerate</b>				
<b>Manufacturing: 0.7%</b>				
	<b>Flextronics International, Ltd.</b>	Ba1	BB+	
	Term Loan, 2.503%, maturing October 01, 2014			
\$ 2,395,512				\$ 2,363,771
	Term Loan, 2.503%, maturing October 01, 2014			
81,304				80,227
	Term Loan, 2.507%, maturing October 01, 2014			
3,355,530				3,311,069
				<b>5,755,067</b>
<b>Cargo Transport: 0.0%</b>				
	<b>US Shipping Partners, L.P.</b>	Caa3	CCC-	
	Subordinated Term Loan, 2.500%, maturing August 07, 2013			
297,646				37,702
				<b>37,702</b>
<b>Chemicals, Plastics &amp; Rubber: 0.7%</b>				

	<b>Lyondell Chemical Company</b>	B3	B	
	Fixed Rate Note, 11.000%, maturing May 01, 2018			
5,269,044				5,888,156
				<b>5,888,156</b>
<b>Radio and TV Broadcasting:</b>				
<b>0.0%</b>				
	<b>Regent Broadcasting, LLC</b>	NR	NR	
	Subordinated Term Loan, 12.000%, maturing October 27, 2014			
404,310				363,879
				<b>363,879</b>
	<b>Total Other Corporate Debt (Cost \$11,996,753)</b>			<b>12,044,804</b>
<b>Equities and Other Assets: 0.8%</b>				

	<i>Description</i>	<i>Value</i>
( ), (@), (1(R))	Allied Digital Technologies Corporation (Residual Interest in Bankruptcy Estate)	\$
(@), (R)	Ascend Media (Residual Interest)	
(@), (R)	Block Vision Holdings Corporation (719 Common Shares)	
( ), (@), (2(R))	Boston Chicken, Inc. (Residual Interest in Boston Chicken Plan Trust)	
( ), (@), (2(R))	Cedar Chemical (Liquidation Interest)	
(@)	Citadel (53,898 Class A Shares)	1,401,349
(@)	Citadel (44,319 Class B Shares)	1,152,294
(@)	Contech (Residual Interest)	
( ), (@), (2(R))	Enterprise Profit Solutions (Liquidation Interest)	

), (@),  
(4(R) Euro United Corporation (Residual  
Interest in  
Bankruptcy Estate)

(@) Faith Media Holdings, Inc. (7,725  
Class A-1 Shares)

397,817

See Accompanying Notes to Financial Statements  
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## ING Prime Rate Trust

## PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

	<i>Description</i>	<i>Value</i>
(2(R), (@),	Ferretti SPA (Warrants for 0.111% Participation Interest)	\$
(2(R), (@),	Gainey Corporation (Residual Interest)	
(@)	Global Garden (14,911 Class A1 Shares)	
(@)	Global Garden (138,579 Class A3 Shares)	
(@)	Glodyne Technoserve, Ltd. (55,483 Common Shares)	606,915
(@)	Glodyne Technoserve, Ltd. (Escrow Account)	137,105
(2(R), (@),	Grand Union Company (Residual Interest in Bankruptcy Estate)	
(@)	Hawaiian Telcom (31,238 Common Shares)	671,617
(2(R), (@),	Kevco Inc. (Residual Interest in Bankruptcy Estate)	25
(2(R), (@),	Lincoln Paper & Tissue (Warrants for 291 Common Shares, Expires August 14, 2015)	
(@), (R)	Lincoln Pulp and Eastern Fine (Residual Interest in Bankruptcy Estate)	
(@)	Mega Brands Inc. (195,762 Common Shares)	118,331
(@)	Northeast Biofuels (Residual Interest)	
(2), (@)	RDA Holding Co. (16,497 Common Shares)	350,561
(@), (R)	Safelite Realty Corporation (57,804 Common Shares)	305,205
(2(R), (@),	Supermedia, Inc. (39,592 Common Shares)	147,316
(@)	Townsquare Media, LLC (314,505 Common Shares)	909,046
(@)	Townsquare Media, LLC (314,505 Preferred Shares)	
(1(R), (@),	Transtar Metals (Residual Interest in Bankruptcy Estate)	
(2), (@), (R)	US Office Products Company (Residual Interest in	

	Bankruptcy Estate)		
(2), (@)	US Shipping Partners, L.P. (19,404 Common Shares)		
(2), (@)	US Shipping Partners, L.P. (275,292 Contingency Rights)		
(@)	Xerium Technologies, Inc. (44,161 Common Shares)		574,976
	<b>Total for Equities and Other Assets</b>		
	<b>(Cost \$6,046,454)</b>		<b>6,772,557</b>
	<b>Total Investments</b>		
	<b>(Cost \$1,193,219,620)**</b>	<b>133.4%</b>	<b>\$ 1,150,446,612</b>
	<b>Other Assets and Liabilities</b>		
	<b>Net</b>	<b>(33.4)</b>	<b>(288,284,060)</b>
	<b>Net Assets</b>	<b>100.0%</b>	<b>\$ 862,162,552</b>

\* Senior loans, while exempt from registration under the Securities Act of 1933, as amended, contain certain restrictions on resale and cannot be sold publicly. These senior loans bear interest (unless otherwise noted) at rates that float periodically at a margin above the London Inter-Bank Offered Rate ("LIBOR") and other short-term rates.

† Bank Loans rated below Baa are considered to be below investment grade.

NR Not Rated

- (1) The borrower filed for protection under Chapter 7 of the U.S. Federal Bankruptcy code.
- (2) The borrower filed for protection under Chapter 11 of the U.S. Federal Bankruptcy code.
- (3) Loan is on non-accrual basis.

See Accompanying Notes to Financial Statements

## ING Prime Rate Trust

## PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

(4) The borrower filed for protection under the Canadian Bankruptcy and Insolvency Act.

(5) Trade pending settlement. Contract rates do not take effect until settlement date.

(@) Non-income producing security.

(R) Restricted security.

AUD Australian Dollar

GBP British Pound Stirling

EUR Euro

SEK Swedish Kronor

\*\* For Federal Income Tax purposes cost of investments is \$1,194,134,684.

Net unrealized depreciation consists of the following:

Gross Unrealized Appreciation	\$ 13,638,210
Gross Unrealized Depreciation	(57,326,282)
Net Unrealized Depreciation	\$ (43,688,072)

## Fair Value Measurements^

The following is a summary of the fair valuations according to the inputs used as of November 30, 2010 in valuing the Trust's assets and liabilities:

	Quoted Prices in Active Markets for Identical Investments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Fair Value at 11/30/10
<b>Asset Table</b>				
<b>Investments, at value</b>				
Senior Loans	\$	\$ 1,117,853,251	\$ 13,776,000	\$ 1,131,629,251
Other Corporate Debt		12,044,804		12,044,804
Equities and Other Assets	4,416,444	606,915	1,749,198	6,772,557

Total Investments, at value	\$ 4,416,444	\$ 1,130,504,970	\$ 15,525,198	\$ 1,150,446,612
<b>Other Financial Instruments+</b>				
Forward foreign currency contracts		3,683,784		3,683,784
Total Assets	\$	\$ 1,134,188,754	\$ 15,525,198	\$ 1,154,130,396
<b>Liabilities Table</b>				
<b>Other Financial Instruments+</b>				
Unfunded Commitments	\$	\$ (802,681)	\$	\$ (802,681)
Total Liabilities	\$	\$ (802,681)	\$	\$ (802,681)

The following is a reconciliation of the fair valuations using significant unobservable inputs (Level 3) for the Trust's assets and liabilities during the period ended November 30, 2010:

	<b>Beginning Balance at 02/28/10</b>	<b>Purchases</b>	<b>Sales</b>	<b>Accrued Discounts/ (Premiums)</b>	<b>Total Realized Gain/(Loss)</b>	<b>Total Unrealized Appreciation/ (Depreciation)</b>
Senior Loans	\$ 13,776,000	\$	\$	\$	\$	\$
Equities and Other Assets	5,029,484	1,525,693	(3,901,864)		1,066,132	1,182,945
<b>Total</b>	<b>\$ 18,805,484</b>	<b>\$ 1,525,693</b>	<b>\$ (3,901,864)</b>	<b>\$</b>	<b>\$ 1,066,132</b>	<b>\$ 1,182,945</b>

See Accompanying Notes to Financial Statements



## ING Prime Rate Trust

## PORTFOLIO OF INVESTMENTS as of November 30, 2010 (Unaudited) (continued)

	<b>Transfers Into Level 3</b>	<b>Transfers Out of Level 3</b>	<b>Ending Balance at 11/30/10</b>
Senior Loans	\$	\$	\$ 13,776,000
Equities and Other Assets		(3,153,192)	1,749,198
<b>Total</b>	<b>\$</b>	<b>\$ (3,153,192)</b>	<b>\$ 15,525,198</b>

As of November 30, 2010, total change in unrealized gain (loss) on Level 3 securities still held at period end and included in the change in net assets was \$66,172.

^ See Note 2, "Significant Accounting Policies" in the Notes to Financial Statements for additional information.

+ Other Financial Instruments are securities or derivatives not reflected in the Portfolio of Investments and may include open forward foreign currency contracts, futures, swaps, unfunded commitments and written options. Forward foreign currency contracts, futures and unfunded commitments are reported at their unrealized gain/loss at measurement date which represents the amount due to/from the Trust. Swaps and written options are reported at their fair value at measurement date.

Transfers in or out of Level 3 represents either the beginning value (for transfer in), or the ending value (for transfers out) of any security or derivative instrument where a change in the pricing level occurred from the beginning to the end of the period. The Trust's policy is to recognize transfers between levels at the end of the reporting period.

At November 30, 2010 the following forward foreign currency contracts were outstanding for ING Prime Rate Trust :

<b>Counterparty</b>	<b>Currency</b>	<b>Buy/Sell</b>	<b>Settlement Date</b>	<b>In Exchange For</b>	<b>Fair Value</b>	<b>Unrealized Appreciation</b>
State Street Bank	Australian Dollar AUD	Sell	02/28/11	USD \$21,779,678	\$21,309,958	\$ 469,720
State Street Bank	British Pound Sterling GBP	Sell	01/07/11	16,694,385	16,437,700	256,685
State Street Bank	British Pound Sterling GBP	Sell	01/31/11	7,637,125	7,541,240	95,885

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State Street Bank	Euro EUR	52,510,000	Sell	01/07/11	70,528,143	68,301,821	2,226,322
State Street Bank	Euro EUR	4,441,000	Sell	01/31/11	6,180,618	5,776,050	404,568
State Street Bank	Euro EUR	2,628,000	Sell	02/28/11	3,499,103	3,417,489	81,614
State Street Bank	Sweden Kronor SEK	23,360,000	Sell	01/07/11	3,465,514	3,324,071	141,443
State Street Bank	Sweden Kronor SEK	5,408,000	Sell	02/28/11	775,815	768,268	7,547
					\$130,560,381	\$126,876,597	\$ 3,683,784

See Accompanying Notes to Financial Statements



## ING Prime Rate Trust

## ADDITIONAL INFORMATION (Unaudited)

**SHAREHOLDER INVESTMENT PROGRAM**

The Trust offers a Shareholder Investment Program (the "Program") which allows holders of the Trust's common shares a simple way to reinvest dividends and capital gains distributions, if any, in additional common shares of the Trust. The Program also offers holders of the Trust's common shares the ability to make optional cash investments in any amount from \$100 to \$100,000 on a monthly basis.

For dividend and capital gains distribution reinvestment purposes, PNC will purchase shares of the Trust on the open market when the market price plus estimated fees is less than the NAV on the valuation date. The Trust will issue new shares for dividend and capital gains distribution reinvestment purchases when the market price plus estimated fees is equal to or exceeds the net asset value on the valuation date. New shares may be issued at the greater of (i) NAV or (ii) the market price of the shares during the pricing period, minus a discount of 5%.

For optional cash investments, shares will be purchased on the open market by PNC when the market price plus estimated fees is less than the NAV on the valuation date. New shares will be issued by the Trust for optional cash investments when the market price plus estimated fees is equal to or exceeds the net asset value on the valuation date. Such shares will be issued at a discount to market, determined by the Trust, between 0% and 5%.

There is no charge to participate in the Program. Participants may elect to discontinue participation in the Program at any time. Participants will share, on a *pro rata* basis, in the fees or expenses of any shares acquired in the open market.

Participation in the Program is not automatic. If you would like to receive more information about the Program or if you desire to participate, please contact your broker or the Trust's Shareholder Services Department at (800) 992-0180.

**KEY FINANCIAL DATES CALENDAR 2010 DIVIDENDS:**

DECLARATION DATE	EX-DIVIDEND DATE	PAYABLE DATE
January 29, 2010	February 8, 2010	February 23, 2010
February 26, 2010	March 8, 2010	March 22, 2010
March 31, 2010	April 8, 2010	April 22, 2010
April 30, 2010	May 6, 2010	May 24, 2010
May 28, 2010	June 8, 2010	June 22, 2010
June 30, 2010	July 8, 2010	July 22, 2010
July 30, 2010	August 6, 2010	August 23, 2010
August 31, 2010	September 8, 2010	September 22, 2010
September 30, 2010	October 7, 2010	October 22, 2010

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October 29, 2010	November 8, 2010	November 22, 2010
November 30, 2010	December 8, 2010	December 22, 2010
December 21, 2010	December 29, 2010	January 12, 2011

*Record date will be two business days after each Ex-Dividend Date. These dates are subject to change.*

ING Prime Rate Trust

ADDITIONAL INFORMATION (Unaudited) (continued)

**STOCK DATA**

The Trust's common shares are traded on the New York Stock Exchange (Symbol: PPR). Effective March 1, 2002, the Trust's name changed to ING Prime Rate Trust and its CUSIP number changed to 44977W106. The Trust's NAV and market price are published daily under the "Closed-End Funds" feature in Barron's, The New York Times, The Wall Street Journal and many other regional and national publications.

**REPURCHASE OF SECURITIES BY CLOSED-END COMPANIES**

In accordance with Section 23(c) of the 1940 Act, and Rule 23c-1 under the 1940 Act the Trust may from time to time purchase shares of beneficial interest of the Trust in the open market, in privately negotiated transactions and/or purchase shares to correct erroneous transactions.

**NUMBER OF SHAREHOLDERS**

The approximate number of record holders of Common Stock as of November 30, 2010 was 3,967 which does not include approximately 38,140 beneficial owners of shares held in the name of brokers of other nominees.

**PROXY VOTING INFORMATION**

A description of the policies and procedures that the Trust uses to determine how to vote proxies related to portfolio securities is available (1) without charge, upon request, by calling Shareholder Services toll-free at 1-800-336-3436; (2) on the Trust's website at [www.ingfunds.com](http://www.ingfunds.com) and (3) on the SEC's website at [www.sec.gov](http://www.sec.gov). Information regarding how the Trust voted proxies related to portfolio securities during the most recent 12-month period ended June 30 is available without charge on the Trust's website at [www.ingfunds.com](http://www.ingfunds.com) and on the SEC's website at [www.sec.gov](http://www.sec.gov).

**QUARTERLY PORTFOLIO HOLDINGS**

The Trust files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Trust's Forms N-Q are available on the SEC's website at [www.sec.gov](http://www.sec.gov). The Trust's Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC, and information on the operation of the Public Reference Room may be obtained by calling (800) SEC-0330; and is available upon request from the Trust by calling Shareholder Services toll-free at (800) 336-3436.

**CERTIFICATIONS**

In accordance with Section 303A.12 (a) of the New York Stock Exchange Listed Company Manual, the Trust submitted the Annual CEO Certification on May 26, 2009 certifying that he was not aware, as of that date, of any violation by the Trust of the NYSE's Corporate governance listing standards. In addition, as required by Section 203 of the Sarbanes-Oxley Act of 2002 and related SEC rules, the Trust's principal executive and financial officers have made quarterly certifications, included in filings with the SEC on

Forms N-CSR and N-Q, relating to, among other things, the Trust's disclosure controls and procedures and internal controls over financial reporting.





**Investment Adviser**

ING Investments, LLC

7337 East Doubletree Ranch Road, Suite 100

Scottsdale, Arizona 85258

**Sub-Adviser**

ING Investment Management Co.

230 Park Avenue

New York, NY 10169

**Institutional Investors and Analysts**

Call ING Prime Rate Trust

1-800-336-3436, Extension 2217

**Administrator**

ING Funds Services, LLC

7337 East Doubletree Ranch Road, Suite 100

Scottsdale, Arizona 85258

1-800-992-0180

**Written Requests**

Please mail all account inquiries and other comments to:

ING Prime Rate Trust Account

c/o ING Fund Services, LLC

7337 East Doubletree Ranch Road, Suite 100

Scottsdale, Arizona 85258

**Distributor**

ING Investments Distributor, LLC

7337 East Doubletree Ranch Road, Suite 100

Scottsdale, Arizona 85258

1-800-334-3444

**Transfer Agent**

BNY Mellon Investment Servicing (U.S.) Inc.  
(formerly, PNC Global Investment Servicing (U.S.) Inc.)

301 Bellevue Parkway

Wilmington, Delaware 19809

**Custodian**

State Street Bank and Trust Company

801 Pennsylvania Avenue

Kansas City, Missouri 64105

**Legal Counsel**

Dechert LLP

1775 I Street, N.W.

Washington, D.C. 20006

**Toll-Free Shareholder Information**

Call us from 9:00 a.m. to 7:00 p.m. Eastern time on any business day for account or other information, at (800)-992-0180

**For more complete information, or to obtain a prospectus on any ING Fund, please call your Investment Professional or ING Investments Distributor, LLC at (800) 992-0180 or log on to [www.ingfunds.com](http://www.ingfunds.com). The prospectus should be read carefully before investing. Consider the Trust's investment objectives, risks, charges and expenses carefully before investing. The prospectus contains this information and other information about the Trust.**

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