

PROSPECT ENERGY CORP  
Form DEFA14A  
December 18, 2006

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**SCHEDULE 14A**  
**(RULE 14a-101)**  
**Information Required in Proxy Statement**  
**Schedule 14A Information**  
**Proxy Statement Pursuant to Section 14(a) of the Securities**  
**Exchange Act of 1934**

**Filed by the Registrant**

Filed by a Party other than the Registrant

Check the appropriate box:

- |                                     |                                                               |                          |                                                                                 |
|-------------------------------------|---------------------------------------------------------------|--------------------------|---------------------------------------------------------------------------------|
| <input type="checkbox"/>            | Preliminary Proxy Statement                                   | <input type="checkbox"/> | Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/>            | Definitive Proxy Statement                                    |                          |                                                                                 |
| <input checked="" type="checkbox"/> | Definitive Additional Materials                               |                          |                                                                                 |
| <input type="checkbox"/>            | Soliciting Material Pursuant to Rule 14a-11(c) or Rule 14a-12 |                          |                                                                                 |

**Prospect Energy Corporation**  
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for

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which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule or registration statement no.:

(3) Filing party:

(4) Date filed:

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**PROSPECT ENERGY CORP.**  
**10 East 40th Street, Suite 4400**  
**New York, New York 10016**  
**(212) 448-0702**

**NOTICE OF ADJOURNMENT OF ANNUAL MEETING OF STOCKHOLDERS**

The recovered Annual Meeting of Stockholders of Prospect Energy Corporation (NASDAQ: PSEC) held Wednesday, December 13, 2006 Eastern Standard Time at the offices of Prospect Energy Corporation, 10 East 40<sup>th</sup> Street, Suite 4400, New York, NY 10016 has been adjourned in order to provide additional time to obtain a quorum. No business was transacted prior to the adjournment. The Annual Meeting of Stockholders will reconvene at 1:00 p.m. Eastern Standard Time on Wednesday, January 17, 2007 at the offices of Prospect Energy Corporation, 10 East 40th Street, Suite 4400, New York, NY 10016.

Considerable progress has been made in the vote response since the initial Annual Shareholders Meeting was held on Wednesday, November 29, 2006. However, additional votes are needed still needed, Shareholders of record as of September 21, 2006 are strongly encouraged to vote their shares directly by telephone at 1-800-454-8693 or via internet at [www.proxyvote.com](http://www.proxyvote.com).

If you have any questions or need additional materials, please call 1-877-256-6082.

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