

AMENDMENT IN THE NATURE OF A SUBSTITUTE
TO H.R. 4429
OFFERED BY MRS. WAGNER OF MISSOURI

Strike all after the enacting clause and insert the following:

1 SECTION 1. SHORT TITLE.

2 This Act may be cited as the “Developing and Em-
3 powering our Aspiring Leaders Act of 2025”.

4 SEC. 2. DEFINITIONS.

5 Not later than the end of the 180-day period begin-
6 ning on the date of the enactment of this Act, the Securi-
7 ties and Exchange Commission shall—

8 (1) revise the definition of a qualifying invest-
9 ment under paragraph (c) of section 275.203(l)–1 of
10 title 17, Code of Federal Regulations—

11 (A) to include an equity security issued by
12 a qualifying portfolio company, whether ac-
13 quired directly from the company or in a sec-
14 ondary acquisition; and

15 (B) to specify that an investment in an-
16 other venture capital fund is a qualifying in-
17 vestment under such definition; and

18 (2) revise paragraph (a) of such section to—

1 (A) require, as a condition of a private
2 fund qualifying as a venture capital fund under
3 such paragraph, that not less than 51 percent
4 of the fund's aggregate capital contributions
5 and uncalled committed capital (other than
6 short term holdings) shall consist of equity se-
7 curities acquired directly from a qualifying
8 portfolio company, including immediately after
9 the acquisition of any asset; and

10 (B) specify that up to 49 percent of the
11 fund's aggregate capital contributions and
12 uncalled committed capital (other than short
13 term holdings) may consist of investments in
14 one or more venture capital funds, as well as
15 securities acquired in a secondary acquisition.

