

[DISCUSSION DRAFT]

119TH CONGRESS
1ST SESSION

H. R. _____

To amend the Securities Exchange Act of 1934 to exclude qualified institutional buyers and institutional accredited investors when calculating holders of a security for purposes of the mandatory registration threshold under such Act, and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

Mr. GARBARINO introduced the following bill; which was referred to the Committee on _____

A BILL

To amend the Securities Exchange Act of 1934 to exclude qualified institutional buyers and institutional accredited investors when calculating holders of a security for purposes of the mandatory registration threshold under such Act, and for other purposes.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. EXCLUSIONS FROM MANDATORY REGISTRA-**
4 **TION THRESHOLD.**

5 (a) IN GENERAL.—Section 12(g)(1) of the Securities
6 Exchange Act of 1934 (15 U.S.C. 78l(g)(1)) is amended—

1 (1) in paragraph (A)(i), by inserting after “per-
2 sons” the following: “(that are not a qualified insti-
3 tutional buyer or an institutional accredited inves-
4 tor)”; and

5 (2) in paragraph (B), by inserting after “per-
6 sons” the following: “(that are not a qualified insti-
7 tutional buyer or an institutional accredited inves-
8 tor)”.

9 (b) **NONAPPLICABILITY OF GENERAL EXEMPTIVE**
10 **AUTHORITY.**—Section 36 of the Securities Exchange Act
11 of 1934 (15 U.S.C. 78mm) shall not apply to the matter
12 inserted by the amendments made by subsection (a).