

119TH CONGRESS
1ST SESSION

H. R. 4429

To require the Securities and Exchange Commission to revise the definition of a qualifying investment, for purposes of the exemption from registration for venture capital fund advisers under the Investment Advisers Act of 1940, to include an equity security issued by a qualifying portfolio company and to include an investment in another venture capital fund, and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

JULY 16, 2025

Mrs. WAGNER introduced the following bill; which was referred to the
Committee on Financial Services

A BILL

To require the Securities and Exchange Commission to revise the definition of a qualifying investment, for purposes of the exemption from registration for venture capital fund advisers under the Investment Advisers Act of 1940, to include an equity security issued by a qualifying portfolio company and to include an investment in another venture capital fund, 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,*

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 re-
19 quire, as a condition of a private fund qualifying as
20 a venture capital fund under such paragraph, that
21 the qualifying investments of the private fund are ei-
22 ther—

23 (A) predominantly qualifying investments
24 that were acquired directly from a qualifying
25 portfolio company; or

- 1 (B) predominantly qualifying investments
- 2 in another venture capital fund or other venture
- 3 capital funds.

