

## Union Calendar No. 85

119<sup>TH</sup> CONGRESS  
1<sup>ST</sup> SESSION

# H. R. 3394

[Report No. 119-115]

To amend the Securities Act of 1933 to codify certain qualifications of individuals as accredited investors for purposes of the securities laws.

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### IN THE HOUSE OF REPRESENTATIVES

MAY 14, 2025

Mr. HILL of Arkansas (for himself and Mr. VARGAS) introduced the following bill; which was referred to the Committee on Financial Services

JUNE 3, 2025

Additional sponsors: Mr. DAVIDSON and Mr. SESSIONS

JUNE 3, 2025

Reported with an amendment, committed to the Committee of the Whole House on the State of the Union, and ordered to be printed

[Strike out all after the enacting clause and insert the part printed in *italie*]

[For text of introduced bill, see copy of bill as introduced on May 14, 2025]

# **A BILL**

To amend the Securities Act of 1933 to codify certain qualifications of individuals as accredited investors for purposes of the securities laws.

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. SHORT TITLE.**

4        *This Act may be cited as the “Fair Investment Oppor-*  
5 *tunities for Professional Experts Act”.*

6 **SEC. 2. DEFINITION OF ACCREDITED INVESTOR.**

7        *(a) IN GENERAL.—Section 2(a)(15) of the Securities*  
8 *Act of 1933 (15 U.S.C. 77b(a)(15)) is amended—*

9            *(1) by redesignating subparagraphs (i) and (ii)*  
10 *as subparagraphs (A) and (F), respectively; and*

11            *(2) in subparagraph (A) (as so redesignated), by*  
12 *striking “; or” and inserting a semicolon, and insert-*  
13 *ing after such subparagraph the following:*

14            *“(B) with respect to a proposed sale of a se-*  
15 *curity, any natural person whose individual net*  
16 *worth, or joint net worth with that person’s*  
17 *spouse or spousal equivalent, at the time of such*  
18 *sale, exceeds \$1,000,000 (which amount, along*  
19 *with the amounts set forth in subparagraph (C),*  
20 *shall be adjusted for inflation by the Commission*  
21 *every 5 years to the nearest \$10,000 to reflect the*  
22 *change in the Consumer Price Index for All*  
23 *Urban Consumers published by the Bureau of*  
24 *Labor Statistics) where, for purposes of calcu-*  
25 *lating net worth under this subparagraph—*

1           “(i) the person’s primary residence  
2 shall not be included as an asset;

3           “(ii) indebtedness that is secured by  
4 the person’s primary residence, up to the es-  
5 timated fair market value of the primary  
6 residence at the time of such sale, shall not  
7 be included as a liability (except that if the  
8 amount of such indebtedness outstanding at  
9 the time of such sale exceeds the amount  
10 outstanding 60 days before such time, other  
11 than as a result of the acquisition of the  
12 primary residence, the amount of such ex-  
13 cess shall be included as a liability); and

14           “(iii) indebtedness that is secured by  
15 the person’s primary residence in excess of  
16 the estimated fair market value of the pri-  
17 mary residence at the time of such sale shall  
18 be included as a liability;

19           “(C) any natural person who had an indi-  
20 vidual income in excess of \$200,000 in each of  
21 the 2 most recent years or joint income with that  
22 person’s spouse or spousal equivalent in excess of  
23 \$300,000 in each of those years and has a rea-  
24 sonable expectation of reaching the same income  
25 level in the current year;

1           “(D) any natural person who is—

2                   “(i) currently licensed or registered as  
3           a broker or investment adviser by the Com-  
4           mission, a self-regulatory organization (as  
5           defined in section 3(a) of the Securities Ex-  
6           change Act of 1934), or the securities divi-  
7           sion of a State, the District of Columbia, or  
8           a territory of the United States or the  
9           equivalent division responsible for licensing  
10          or registration of individuals in connection  
11          with securities activities; and

12                   “(ii) in good standing with respect to  
13          such licence or registration;

14          “(E) any natural person the Commission  
15          determines, by regulation, to have demonstrable  
16          education or job experience to qualify such per-  
17          son as having professional knowledge of a subject  
18          related to a particular investment, and whose  
19          education or job experience is verified by a self-  
20          regulatory organization (as defined in section  
21          3(a) of the Securities Exchange Act of 1934);  
22          or”.

23          (b) *RULEMAKING.*—Not later than 180 days after the  
24          date of enactment of this Act, the Securities and Exchange  
25          Commission shall revise the definition of accredited investor

- 1 *under Regulation D (17 CFR 230.500 et seq.) to conform*
- 2 *with the amendments made by subsection (a).*



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