AMENDMENT TO H.R. 2799, AS REPORTED OFFERED BY MR. SHERMAN OF CALIFORNIA

Page 38, strike line 21 and all that follows through page 39, line 6 and insert the following:

| 1 | "(iii) with respect to a proposed |
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| 2 | transaction involving a private offering, |
| 3 | any individual if— |
| 4 | "(I) the amount of such trans- |
| 5 | action is not more than 5 percent of |
| 6 | the net worth of the individual (ex- |
| 7 | cluding the primary residence of the |
| 8 | individual); and |
| 9 | "(II) the aggregate investment of |
| 10 | the individual at the completion of |
| 11 | such transaction, in securities with re- |
| 12 | spect to which there has not been a |
| 13 | public offering, is not more than 25 |
| 14 | percent of the net worth of the indi- |
| 15 | vidual (excluding the primary resi- |
| 16 | |

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