

1 (1) the aggregate market value of the voting
2 and non-voting common equity held by non-affiliates
3 of the issuer is \$75,000,000 or more (as determined
4 under Form S-3 general instruction I.B.1. as in ef-
5 fect on the date of enactment of this Act); and

6 (2) the issuer otherwise satisfies the require-
7 ments of the definition of “well-known seasoned
8 issuer” contained in section 230.405 of title 17,
9 Code of Federal Regulations (as in effect on the
10 date of enactment of this Act) without reference to
11 any requirement in such definition relating to min-
12 imum worldwide market value of outstanding voting
13 and non-voting common equity held by non-affiliates.