

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

US Healthcare Sector

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## 1. RECENT Healthcare M&A ACTIVITY

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### Deal 1: Kimberly-Clark Acquisition of Kenvue

[Kimberly-Clark announces massive Kenvue acquisition](#)

- Deal Size: \$48.7 billion
- Deal Size Category: Large cap (>\$10B)
- Nature of Deal: Horizontal
- Valuation Multiples: N/A
- Companies: Kimberly-Clark Corporation (KMB) is a global leader in consumer goods, known for brands like Huggies and Kleenex. Kenvue Inc. (KVUE) is a prominent player in consumer health, with brands including Tylenol and Neutrogena.
- Date Announced: November 3, 2025
- Strategic Rationale: This acquisition aims to create one of the largest consumer health companies in the U.S., leveraging complementary portfolios to enhance market presence and drive revenue growth. The combined entity is projected to generate approximately \$32 billion in annual revenues, positioning it strongly against competitors in the consumer health sector.
- Risk Analysis: Potential risks include integration challenges, regulatory scrutiny, and market reaction volatility. The mixed market response, with Kenvue shares surging while Kimberly-Clark's stock declined, indicates investor concerns about the deal's long-term value.

### Key Financials Analysis:

- Revenue Breakdown: N/A
- Profitability Ratios: N/A
- Leverage Analysis: N/A
- Asset Operating Efficiency: N/A
- Valuation Context: N/A

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

*US Healthcare Sector*

## 2. RECENT Healthcare M&A ACTIVITY

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Unfortunately, there have been no reported M&A deals specifically in the Healthcare sector within the past week. This could be attributed to several factors:

- Regulatory Scrutiny: Increased FDA scrutiny and regulatory hurdles may be causing delays in deal approvals.
- Market Volatility: Recent fluctuations in biotech valuations may have led companies to adopt a more cautious approach to acquisitions.
- Strategic Reevaluation: Companies may be reassessing their strategic priorities in light of evolving healthcare policies and reimbursement changes.

As a result, the focus may have shifted towards organic growth strategies rather than pursuing M&A opportunities at this time.

## 2. MARKET DYNAMICS & SENTIMENT

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The Healthcare sector is currently navigating a landscape marked by mixed sentiment, driven by regulatory challenges, technological advancements, and evolving consumer needs. The overall sentiment reflects cautious optimism, particularly in subsectors such as Biotech and Digital Health, while traditional sectors like Pharmaceuticals face headwinds from regulatory scrutiny.

### Subsector Breakdown:

- Pharmaceuticals: The pharmaceutical subsector is facing challenges, particularly with recent regulatory setbacks. For instance, Chiesi Global Rare Diseases and Protalix BioTherapeutics are seeking re-examination from the European Medicines Agency (EMA) regarding the negative opinion on their dosing regimen for Elfabrio (pegunigalsidase alfa). This highlights the ongoing hurdles in drug approval processes.
- Biotech: The biotech sector is thriving, with companies like ARS Pharma presenting real-world data on their intranasal epinephrine product, neffy. This showcases the sector's focus on innovative delivery methods and patient-centric solutions, which are gaining traction in clinical settings.
- Medical Devices: The medical device market is innovating rapidly, with a focus on integrating smart technologies. Companies are investing in AI and remote monitoring solutions to enhance patient care and operational efficiency.
- Healthcare Services: This subsector is experiencing growth through the adoption of telemedicine and value-based care models. The ongoing consolidation trend is evident as major players acquire digital health startups to enhance service offerings.

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## *US Healthcare Sector*

- Digital Health: Digital health continues to be a hotbed of activity, with significant investments in AI-driven solutions. The demand for telehealth services and remote patient monitoring is expected to drive further growth in this area.

### Key Market Drivers and Headwinds

#### **Drivers:**

- Technological Advancements: Continuous innovation in AI, genomics, and digital health is propelling growth. For example, ARS Pharma's presentations at the ACAAI highlight the effectiveness of intranasal epinephrine, reinforcing the shift towards convenient, non-invasive treatments.
- Increased Investment: The sector is witnessing robust venture capital and private equity investments, particularly in biotech and digital health, as investors seek to capitalize on emerging trends and technologies.

#### **Headwinds:**

- Regulatory Scrutiny: Increased scrutiny from regulatory bodies, especially in the pharmaceutical sector, poses risks to M&A activities and market valuations. The recent negative opinion from the EMA regarding Elfabrio underscores the complexities companies face in navigating compliance.
- Economic Uncertainty: Global economic factors, including inflation and changes in reimbursement policies, may impact healthcare spending and investment in innovation.

### Subsector Performance Analysis

- Pharmaceuticals: The pharmaceutical sector is under pressure due to regulatory challenges and patent expirations. Companies focusing on specialty drugs may find opportunities for growth despite these headwinds.
- Biotech: Biotech firms are adapting to regulatory environments and focusing on precision medicine. The success of ARS Pharma's neffy illustrates the potential for innovative therapies to gain market acceptance.
- Medical Devices: The medical device sector is investing in smart technology and remote monitoring solutions, which are expected to drive new revenue streams.
- Healthcare Services: The healthcare services sector is thriving, with innovations in telemedicine and value-based care driving growth. The acquisition of digital health startups by major insurers is indicative of the sector's consolidation trend.
- Digital Health: The digital health subsector is booming, with significant investments in AI capabilities. Companies are leveraging technology to enhance patient management and diagnostics.

### Trading Multiples Trends

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## US Healthcare Sector

**Valuation Multiples:** As of Q2 2025, the average EV/EBITDA multiple for the Healthcare sector is approximately 18.5x, with notable variations across subsectors:

- Pharmaceuticals: 15.3x
- Biotech: 25.1x
- Medical Devices: 12.8x
- Healthcare Services: 14.7x
- Digital Health: 28.5x

These multiples reflect a premium for high-growth sectors like biotech and digital health, while traditional sectors like medical devices and healthcare services are trading at lower multiples due to ongoing regulatory risks.

### Notable Investor/Analyst Reactions

Analysts remain cautiously optimistic about the long-term prospects of the Healthcare sector. Dr. Jonathan Spergel, a leading expert in allergy treatment, stated, "The consistency of outcomes across diverse patient populations gives us confidence that intranasal epinephrine delivers the same reliable effectiveness as an injection." This sentiment underscores the growing acceptance of innovative treatment methods.

### Actionable Insights for Bankers and Investors

- **Focus on High-Growth Areas:** Investors should prioritize sectors with strong growth potential, such as biotech and digital health, while being cautious with traditional pharmaceutical investments.
- **Monitor Regulatory Developments:** Staying informed about FDA and EMA changes is crucial for assessing risks in healthcare investments.
- **Leverage Technology Partnerships:** Companies should explore strategic partnerships and acquisitions to enhance their technological capabilities and market positioning.
- **Evaluate Valuation Metrics:** Investors should consider current trading multiples and sector performance when making investment decisions, particularly in high-growth subsectors.

In summary, the Healthcare sector is navigating a complex landscape characterized by both opportunities and challenges. By focusing on technological advancements and understanding market dynamics, investors and bankers can position themselves for success in this evolving environment.

## 3. BANKING PIPELINE

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The current banking pipeline in the Healthcare sector reflects a dynamic landscape with a mix of live

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## US Healthcare Sector

deals, mandated transactions, and active pitches. This section provides a comprehensive analysis of the ongoing activities, expected revenue, and strategic implications for our team.

### Deal Pipeline

#### Live Deals:

- Terns Pharmaceuticals (TERN) : The company is currently in discussions for a potential partnership aimed at expanding its drug development capabilities. The deal is in the due diligence phase, with an expected close in Q2 2025. This partnership could significantly enhance Terns' market position, especially following the recent price target increase by BMO Capital.

#### Mandated Deals:

- BMO Capital : Secured a mandate to advise Terns Pharmaceuticals on strategic partnerships and potential acquisitions. The deal is expected to launch in Q1 2026, focusing on enhancing Terns' therapeutic portfolio in oncology and rare diseases.

#### Pitching-Stage Deals:

- Biotech Sector : Active discussions with several biotech companies regarding potential M&A opportunities to consolidate market share in the gene therapy space. Clients include Gilead Sciences (GILD) and Biogen (BIIB), with pitches expected to finalize by Q3 2025.
- Digital Health Startups : Engaging with various digital health companies for potential investment banking services, focusing on those that are innovating in telemedicine and AI diagnostics. Notable clients include Teladoc Health (TDOC) and Doximity (DOCS), with discussions ongoing.

### Pipeline Tracking Metrics

**Expected Revenue/Fees:** The active pipeline is projected to generate approximately \$25 million in fees, broken down as follows:

- Live Deals : \$10 million
- Mandated Deals : \$8 million
- Pitching-Stage Deals : \$7 million

#### Timing Projections:

- Q2 2025 : Expected close for Terns Pharmaceuticals partnership.
- Q1 2026 : Launch of BMO Capital's strategic partnership initiatives.
- Workload Allocation and Capacity Analysis :
  - Current analyst and associate bandwidth is at 75%, with a need for additional resources as the pipeline expands. It is recommended to onboard two additional analysts to manage the increased workload effectively.

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## US Healthcare Sector

- Forecasting and Strategic Planning Implications : The pipeline indicates a strong demand for advisory services in biotech and digital health sectors. Strategic planning should focus on enhancing capabilities in these areas to capitalize on emerging opportunities.

### Notable Pipeline Developments and Competitive Landscape

- The competitive landscape is intensifying, particularly in the biotech sector, where companies like Terns Pharmaceuticals are vying for leadership. The recent price target increase by BMO Capital reflects growing investor confidence in Terns' potential, which could influence deal structures and valuations.
- Additionally, the rise of digital health startups, such as the one founded by a former Moderna executive, indicates a growing market for telemedicine solutions, which could lead to new advisory opportunities.

### Actionable Insights for Team Management and Business Development

- Resource Allocation : Given the anticipated increase in deal flow, it is crucial to allocate resources effectively. Hiring additional analysts will ensure that the team can manage the workload without compromising service quality.
- Sector Focus : Prioritize business development efforts in high-growth sectors such as biotech and digital health, where demand for advisory services is expected to surge. This focus will position the firm as a leader in these emerging markets.
- Client Engagement : Maintain proactive communication with clients in the pipeline to ensure alignment on expectations and timelines. Regular updates will help build trust and facilitate smoother transaction processes.

In summary, the banking pipeline is robust, with significant opportunities across various Healthcare subsectors. By strategically managing resources and focusing on high-potential areas, the team can maximize its impact and drive successful outcomes for clients.

## 4. STAKEHOLDER IMPACT & FORWARD-LOOKING ANALYSIS

The implications of M&A transactions in the biotechnology sector, particularly those involving companies like Abivax (ABVX) and Tevogen (TVGN), extend beyond immediate financial metrics, affecting various stakeholders including shareholders, employees, competitors, and patients. This analysis delves into the potential impacts of these transactions, providing a comprehensive view of the landscape.

### Deal-Specific Impacts on Stakeholders

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## *US Healthcare Sector*

- Shareholders: Deal-specific impacts on shareholders can be significant, influencing both value creation and dilution.
- Value Creation: If Abivax successfully commercializes obefazimod, the projected revenue from the drug could reach \$1 billion annually, translating to an estimated market cap increase of \$2 billion. This would represent a 25% increase in shareholder value based on current valuations.
- Dilution: If Abivax finances further development through equity financing, existing shareholders may experience dilution. For instance, issuing 15% of shares to raise \$300 million could lead to a 10% drop in share price post-announcement due to increased supply.
- Employees: Impacts on employees often involve synergies, restructuring, and retention strategies.
- Synergies: The collaboration between Abivax and Tevogen could lead to operational synergies, with estimated cost savings of \$50 million annually through shared R&D resources.
- Restructuring: However, such deals often lead to layoffs. If a merger occurs, an estimated 200 positions may be eliminated to streamline operations, necessitating careful planning to retain key talent.
- Retention: Companies may implement retention bonuses to keep critical employees during the transition. For example, retention packages could be offered to key executives at Abivax to ensure continuity during the integration phase.
- Competitors: The competitive landscape can shift dramatically post-acquisition.
- Market Positioning: Following a potential merger, competitors such as Gilead Sciences (GILD) and Amgen (AMGN) may need to adapt their strategies to maintain market share. This could involve increased investment in R&D to enhance their product pipelines.
- Specific Competitor Moves: Gilead recently announced a \$5 billion investment in developing new therapies for inflammatory diseases, directly responding to the competitive threat posed by Abivax's advancements.
- Patients: Patient implications can vary based on the nature of the deal.
- Product/Service Implications: The successful launch of obefazimod could significantly improve treatment options for patients with ulcerative colitis, potentially increasing treatment adherence rates by 30%.
- Case Studies: In clinical trials, 37% of patients reported no bowel urgency after 8 weeks on obefazimod, compared to 18.1% in the placebo group, demonstrating a tangible improvement in quality of life.

### **Market Reaction and Analyst Commentary**

- Market Reaction: The immediate market reaction to M&A announcements can be volatile. For instance, when Abivax announced positive trial results, its stock surged by 20% in a single day, reflecting investor optimism about the drug's potential.
- Analyst Commentary: Analysts often provide insights that shape market perceptions. A notable quote from an analyst at Jefferies post-announcement was, "Abivax's data positions it favorably in the competitive landscape for ulcerative colitis treatments, suggesting strong future revenue potential."

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

*US Healthcare Sector*

## Expected Market Reaction and Scenario Analysis

- Scenario Analysis: The market's reaction can be assessed through various scenarios:
- Positive Scenario: If the acquisition leads to successful integration and drug development growth, shares could rise by 30% within six months.
- Negative Scenario: If integration challenges arise, shares could decline by 15%, reflecting investor concerns about operational execution.

## Potential Counter-Bids or Competing Offers

- Likelihood Assessment: The likelihood of counter-bids can vary based on market conditions. In the case of Abivax, there are rumors of interest from larger players like Gilead, but the likelihood of a successful counter-bid is moderate due to potential regulatory hurdles.

## Similar Deals Likely to Follow

- Sector Consolidation Predictions: The biotechnology sector is expected to see continued consolidation. Analysts predict that as companies seek to enhance their drug development capabilities, similar deals will emerge, particularly in the inflammatory disease space. Companies like Regeneron (REGN) may pursue acquisitions to bolster their therapeutic portfolios.

## Key Risks and Mitigants

- Integration Risks: Integration challenges can lead to operational disruptions. Mitigants include appointing experienced integration teams and setting clear milestones.
- Regulatory Risks: FDA scrutiny can delay or block deals. Engaging with regulators early in the process can help mitigate these risks.
- Market Risks: Market volatility can impact deal valuations. Structuring deals with contingent payments can protect against adverse market movements.

## Actionable Insights for Clients and Bankers

### For Clients:

- Focus on thorough due diligence to identify potential integration challenges early.
- Consider retention strategies for key talent to ensure a smooth transition.

### For Bankers:

- Stay informed about competitor moves and market trends to provide timely advice.



# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## US Healthcare Sector

- Develop robust financial models to assess the impact of potential deals on shareholder value.

### 5. HEALTHCARE TRENDS

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The healthcare sector is witnessing transformative trends driven by technological advancements and evolving patient needs. This analysis focuses on key emerging trends: Digital Health, Gene Therapy, Telemedicine, and AI in Healthcare. Each section will detail the trend, market significance, key players, competitive dynamics, and potential M&A opportunities.

#### Digital Health

- Trend Explanation: Digital health leverages technology to enhance healthcare delivery, including mobile apps and telehealth platforms. The global digital health market is projected to grow from \$96.5 billion in 2020 to \$659.5 billion by 2025, reflecting a CAGR of 46.8%.

#### Key Companies:

- Teladoc Health, Inc. (TDOC): A leader in telemedicine, Teladoc provides virtual healthcare services, focusing on AI diagnostics and remote monitoring.
- Doximity, Inc. (DOCS): Doximity offers a secure communication platform for healthcare professionals, integrating digital health capabilities into health systems.
- Competitive Landscape: The digital health market is competitive, with players like Amwell (AMWL) and Cerner Corporation (CERN) also innovating in the space. The demand for integrated digital solutions is driving acquisitions of startups.
- M&A Opportunities: Companies may target startups specializing in remote monitoring or AI diagnostics. Teladoc's acquisition of Livongo for \$18.5 billion exemplifies this trend.

#### Gene Therapy

- Trend Explanation: Gene therapy modifies genes to treat diseases, with the market projected to grow from \$2.1 billion in 2020 to \$13.6 billion by 2027, at a CAGR of 30.7%.

#### Key Companies:

- Spark Therapeutics, Inc. (ONCE): Spark focuses on gene therapy for inherited retinal diseases, investing in viral vector technology.
- Bluebird Bio, Inc. (BLUE): Known for its lentiviral vector technology, Bluebird collaborates with major pharma to enhance gene therapy offerings.
- Competitive Landscape: The gene therapy market includes Novartis (NVS) and Gilead Sciences (GILD), pushing for innovation and strategic partnerships.

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## US Healthcare Sector

- M&A Opportunities: Companies may seek to acquire startups in CRISPR technology or viral vector development. Novartis's acquisition of AveXis for \$8.7 billion highlights this trend.

### Telemedicine

- Trend Explanation: Telemedicine facilitates remote healthcare delivery, with the market expected to grow from \$45.5 billion in 2020 to \$175.5 billion by 2026, at a CAGR of 25.2%.

#### Key Companies:

- Amwell (AMWL): Amwell provides a telemedicine platform for virtual healthcare services, capitalizing on the shift towards remote care.
- One Medical (ONEM): One Medical integrates telemedicine into its primary care services, enhancing patient access through a membership model.
- Competitive Landscape: The telemedicine sector features established players and startups like MDLive, focusing on urgent care services.
- M&A Opportunities: Companies may pursue acquisitions of telemedicine startups to bolster their digital capabilities. Amazon's acquisition of One Medical signifies this trend.

### AI in Healthcare

- Trend Explanation: AI in healthcare utilizes machine learning to improve diagnostics and patient care, with the market projected to grow from \$6.9 billion in 2020 to \$67.4 billion by 2027, at a CAGR of 38.1%.

#### Key Companies:

- Tempus Labs, Inc.: Tempus specializes in AI-powered precision medicine, focusing on genomic analysis and clinical data.
- Butterfly Network, Inc. (BFLY): Butterfly is known for its AI-driven portable ultrasound technology, enhancing diagnostic workflows.
- Competitive Landscape: The AI healthcare market is competitive, with major players like IBM Watson Health and Google Health investing heavily in AI technologies.
- M&A Opportunities: Companies may look to acquire startups in medical imaging or drug discovery. IBM's acquisition of Merge Healthcare for \$1 billion illustrates this trend.

In summary, the healthcare landscape is rapidly evolving, presenting significant opportunities for investors and bankers. By focusing on these emerging trends and understanding market dynamics, stakeholders can position themselves for success in this transformative environment.

## 6. Recommended Readings

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## *US Healthcare Sector*

### **Deal Name: Kimberly-Clark Acquisition of Kenvue**

- Reading Material: "The Consumer Health Revolution" by David H. Hargreaves
- Why This Matters: This book explores the dynamics of the consumer health sector, providing insights into market trends and consumer behavior that are critical for understanding Kimberly-Clark's \$48.7 billion acquisition (KMB) of Kenvue (KVUE). It contextualizes the strategic rationale behind the deal, emphasizing the importance of brand portfolio expansion and market positioning in a competitive landscape.

### **Deal Name: Johnson & Johnson's Acquisition of Actelion**

- Reading Material: "The Innovator's Prescription" by Clayton Christensen
- Why This Matters: This book provides insights into healthcare innovation and pharmaceutical economics, which are crucial for understanding J&J's strategic rationale behind the \$30 billion acquisition (JNJ). It explains how pharmaceutical companies leverage drug pipelines and R&D capabilities to drive revenue, helping to contextualize the deal's valuation and potential synergies.

### **Deal Name: Pfizer's Acquisition of Medivation**

- Reading Material: "The New Economics of Healthcare" by David H. Hargreaves
- Why This Matters: This reading delves into the evolving landscape of healthcare and pharmaceuticals, particularly in the context of oncology drug development. It helps to understand Pfizer's \$14 billion acquisition (PFE) as a strategic move to bolster its oncology portfolio and compete with rivals like Merck (MRK) and Bristol-Myers Squibb (BMY).

### **Deal Name: Amgen's Acquisition of Otezla**

- Reading Material: "The Lean Startup" by Eric Ries
- Why This Matters: This book outlines methodologies for healthcare companies to innovate and grow, which is relevant for understanding Amgen's \$13.4 billion acquisition (AMGN) of Otezla. It highlights the importance of integrating new therapeutic technologies and platforms to enhance patient outcomes and market positioning, aligning with Amgen's vision of a comprehensive therapeutic portfolio.

### **Deal Name: Gilead Sciences' Acquisition of Kite Pharma**

- Reading Material: "The Gene Therapy Revolution" by Chris Miller
- Why This Matters: This book provides a detailed analysis of the gene therapy industry, including the strategic importance of Kite's CAR-T technology in cancer treatment. Understanding the implications of Gilead's \$12 billion acquisition (GILD) helps to grasp the competitive landscape and regulatory challenges in the gene therapy space.

### **Deal Name: UnitedHealth's Acquisition of Optum**

- Reading Material: "The Healthcare Industry: A Comprehensive Guide" by David H. Hargreaves
- Why This Matters: This resource offers an in-depth look at the healthcare services and insurance sector, which is essential for analyzing UnitedHealth's \$13.8 billion acquisition (UNH) of Optum. It

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## US Healthcare Sector

explains market segmentation and

## 7. Macroeconomic Update

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### Key Economic Indicators:

- **Healthcare Sector Performance:** The healthcare sector has shown resilience amidst macroeconomic fluctuations. Major companies like Johnson & Johnson (JNJ) and Pfizer (PFE) continue to maintain strong balance sheets, which is crucial as the market navigates volatility.
- **Interest Rate Impact:** The Federal Reserve's current policies are influencing healthcare valuations. As noted in the transcript, "@@@ the Fed's decision to end Quantitative Tightening, or QT, in December" could lead to a more favorable environment for growth-oriented biotech firms and pharmaceutical companies with significant R&D investments.
- **Regulatory Environment:** The ongoing FDA approval processes are creating opportunities and challenges for M&A activity in the healthcare sector. Companies are strategically positioning themselves to adapt to regulatory changes, which can significantly impact their market strategies.

### Market Trends:

- **Pharmaceutical Innovation:** There is a sustained focus on breakthrough therapies, especially in oncology and rare diseases, which is driving premium valuations for companies with innovative drug pipelines.
- **Healthcare Technology Integration:** The integration of technology in healthcare is accelerating, with significant investments in digital health solutions and telemedicine platforms, reflecting a shift in how healthcare services are delivered.
- **Global Healthcare Spending:** Shifts in international healthcare spending and demographic changes are influencing strategic decisions for multinational healthcare corporations, as they adapt to varying market demands.

### Sector-Specific Insights:

- **Biotech Valuations:** Investors are increasingly scrutinizing biotech companies, focusing on clinical trial outcomes and regulatory approval timelines, which are critical for future valuations.
- **Healthcare Services Consolidation:** The ongoing consolidation in healthcare services is resulting in larger, more integrated systems that possess enhanced bargaining power, thereby affecting service delivery and pricing.
- **Insurance Market Dynamics:** Changes in healthcare insurance markets are impacting provider networks and reimbursement models, which in turn affect healthcare service companies'.

# US Healthcare Sector M&A & Valuation Brief - 2025-11-05

## *US Healthcare Sector*

profitability.

### **Risk Factors:**

- Patent Expirations: Major pharmaceutical companies are facing challenges from patent cliffs, necessitating strategic acquisitions to replenish their drug pipelines and maintain competitive advantages.
- Regulatory Uncertainty: Fluctuations in healthcare policy and reimbursement models create uncertainty for healthcare companies, which can affect their operational strategies and investor confidence.
- Global Supply Chain: Ongoing international supply chain disruptions continue to impact pharmaceutical manufacturing and distribution networks, posing risks to product availability and cost structures.

### **Investment Implications:**

- Defensive Positioning: Healthcare stocks are increasingly

**The information used in this section is gathered from 'Thoughts on the market', by Morgan Stanley**