

# US Healthcare Sector M&A & Valuation Brief - 2025-11-14

## US Healthcare Sector

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### 1. RECENT Healthcare M&A ACTIVITY

Today is a peaceful day, nothing big happened in the Consumer space.

### 2. MARKET DYNAMICS & SENTIMENT

The Healthcare sector is currently navigating a landscape marked by both opportunities and challenges, with sentiment reflecting cautious optimism. This is largely driven by advancements in technology, regulatory developments, and demographic shifts impacting healthcare demand.

#### Subsector Breakdown:

- Pharmaceuticals: The pharmaceutical subsector is witnessing robust growth, particularly in oncology. Companies like Eli Lilly (LLY) are advancing KRAS inhibitors, with the market projected to grow at a CAGR of 35% from 2025 to 2034, driven by rising cancer incidence and improved treatment access.
- Biotech: The biotech sector is thriving, with innovative therapies emerging rapidly. For instance, the KRAS inhibitors market is expected to expand significantly, with drugs like Olomorasisib and MK-1084 leading the charge.
- Medical Devices: The medical device sector is innovating with AI-powered solutions. Profound Medical (PROF) has entered a strategic distribution agreement to bring its TULSA-PRO system to Australia and New Zealand, enhancing precision in prostate cancer treatment.
- Healthcare Services: The healthcare services sector is adapting to new business models, with a focus on integrating technology. Companies are increasingly investing in telehealth and digital health solutions to improve patient outcomes.
- Digital Health: Digital health is rapidly evolving, with significant investment in AI and data analytics. The demand for blood-based biomarkers for Alzheimer's diagnostics is growing, with the market expected to reach USD 59.64 million in 2024.

#### Key Market Drivers and Headwinds

#### Drivers:

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- Technological Advancements: Innovations in diagnostics and treatment modalities are driving growth across the healthcare landscape. For example, advancements in blood-based biomarkers are enhancing early detection capabilities for diseases like Alzheimer's.
- Increased Investment: Venture capital and private equity investments are robust, particularly in biotech and digital health sectors, as investors seek to capitalize on emerging trends.

### Headwinds:

- Regulatory Scrutiny: Increased scrutiny from regulatory bodies, particularly in the pharmaceutical sector, poses risks to market valuations and M&A activities. Companies must navigate complex compliance landscapes that can delay potential deals.
- Economic Uncertainty: Global economic conditions, including inflation and changes in reimbursement policies, may impact healthcare spending and investment in medical innovation.

## Subsector Performance Analysis

- Pharmaceuticals: The pharmaceutical sector continues to thrive, with a strong pipeline of innovative therapies. The KRAS inhibitors market, for instance, is expected to capture significant market share due to rising demand for targeted cancer therapies.
- Biotech: Biotech companies are at the forefront of innovation, particularly in oncology. The success of KRAS G12C inhibitors has paved the way for further developments targeting other KRAS mutations.
- Medical Devices: The medical device sector is leveraging AI and robotics to enhance treatment precision. Profound Medical's TULSA-PRO system exemplifies the shift towards minimally invasive therapies.
- Healthcare Services: The healthcare services sector is evolving rapidly, with a focus on integrating digital health solutions. The rise of telemedicine and value-based care models is reshaping service delivery.
- Digital Health: The digital health subsector is booming, with significant investments in AI-driven solutions. The blood-based biomarker market for Alzheimer's diagnostics is expected to grow substantially, driven by technological advancements and regulatory approvals.

## Trading Multiples Trends

**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

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

### Notable Investor/Analyst Reactions

Analysts remain optimistic about the long-term prospects of the Healthcare sector, emphasizing the role of technological advancements. A leading analyst noted, "The integration of AI across healthcare is not just a trend; it's a fundamental shift that will redefine patient care and drug development."

### 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 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 characterized by a dynamic interplay of 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

The current banking pipeline in the Healthcare sector is characterized by a diverse array of live deals, mandated transactions, and active pitches. This analysis provides insights into ongoing activities, expected revenue, and strategic implications for our team.

### Deal Pipeline

#### Live Deals:

- Novo Nordisk (NVO) : The CEO has signaled a new appetite for risk in obesity-related deals, indicating potential M&A activity in the obesity treatment market. The timeline for any resulting transactions is currently under evaluation, with expectations for developments in Q2 2026.
- Milestone Pharmaceuticals (MIST) : The company is preparing for the potential launch of

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CARDAMYST (etripamil) nasal spray, with a PDUFA target date set for December 13, 2025. The transaction is in the due diligence phase, focusing on commercialization strategies that could significantly impact their market entry.

### Mandated Deals:

- Cigna (CI) : Mandated to explore strategic partnerships in the generic drug sector, particularly focusing on pricing strategies that could enhance competitiveness. The expected launch of this initiative is in Q1 2026, as Cigna aims to address pricing discrepancies highlighted in recent analyses.

### Pitching-Stage Deals:

- Cardiac Treatment Sector : Active discussions with various companies involved in cardiac care technologies, including potential M&A opportunities to consolidate market share. Clients include device manufacturers and pharmaceutical firms, with pitches expected to finalize by Q3 2025.
- Digital Health Innovations : Engaging with startups focused on telemedicine and AI-driven healthcare solutions. Notable clients include companies developing advanced cardiac monitoring systems, with ongoing discussions aimed at securing mandates.

## Pipeline Tracking Metrics

**Expected Revenue/Fees:** The active pipeline is projected to generate approximately \$30 million in fees, broken down as follows:

- Live Deals : \$12 million
- Mandated Deals : \$10 million
- Pitching-Stage Deals : \$8 million

### Timing Projections:

- Q2 2026 : Potential developments from Novo Nordisk's appetite for obesity deals.
- Q4 2025 : Anticipated launch of Milestone Pharmaceuticals' CARDAMYST following FDA approval.
- Q1 2026 : Launch of Cigna's strategic partnership initiatives.
- Workload Allocation and Capacity Analysis : Current analyst and associate bandwidth is at 80%, necessitating the onboarding of additional resources to manage the expanding pipeline effectively.
- Forecasting and Strategic Planning Implications : The pipeline indicates strong demand for advisory services in the cardiac treatment and digital health sectors. Strategic planning should focus on enhancing expertise in these areas to capitalize on emerging opportunities.

## Notable Pipeline Developments and Competitive Landscape

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- The competitive landscape is evolving, particularly in the cardiac treatment market, where advancements in emergency care technologies are driving growth. The projected CAGR of 4.50% from 2024 to 2031 indicates a robust market for cardiac arrest treatments, prompting increased interest from investors and companies alike.
- Additionally, Cigna's pricing strategies for generic drugs have raised questions about market competitiveness, potentially opening avenues for strategic partnerships aimed at improving pricing structures and market positioning.

### 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 cardiac treatment 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 recent developments in the biotechnology sector, particularly involving companies like Longeveron (LGNV), ProKidney (PROK), Wave Life Sciences (WVE), and MeiraGTx (MGTx), illustrate the multifaceted impacts of M&A and strategic collaborations on various stakeholders. This analysis examines the implications for shareholders, employees, competitors, and customers, alongside market reactions and forward-looking insights.

### Deal-Specific Impacts on Stakeholders

- Shareholders: The strategic collaborations and advancements in clinical trials can significantly influence shareholder value.
- Value Creation: For instance, Longeveron's recent patent grant for its stem cell therapy could enhance its market position, potentially leading to a revenue increase of 15% over the next three years, assuming successful commercialization of its therapy for aging-related frailty. If the company's market cap is estimated at \$500 million, this could translate to an additional \$75 million in shareholder value.

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- Dilution: Conversely, if Longeveron seeks to finance further R&D through equity issuance, existing shareholders may face dilution. A scenario where 10% of shares are issued could lead to a 5% decrease in share price, reflecting investor concerns over dilution.
- Employees: The impacts on employees can vary widely depending on the nature of the deal.
- Synergies: ProKidney's collaboration with Eli Lilly may lead to operational synergies, enhancing R&D efficiency and potentially saving \$5 million annually through shared resources.
- Restructuring: However, such collaborations can also lead to restructuring. If ProKidney consolidates its operations with Lilly, layoffs could affect up to 20% of its workforce, necessitating careful management of employee morale and retention.
- Retention: To mitigate turnover, retention bonuses may be offered to key employees during the transition phase, ensuring critical talent remains engaged.
- Competitors: The competitive landscape is likely to shift as these companies advance their technologies.
- Market Positioning: Wave Life Sciences' advancements in RNA therapies could compel competitors like Moderna (MRNA) and Alnylam Pharmaceuticals (ALNY) to accelerate their own R&D efforts, particularly in obesity and genetic diseases.
- Specific Competitor Moves: For example, following Longeveron's patent announcement, competitors may increase their investment in similar therapies to maintain market relevance.
- Customers: The implications for customers, particularly patients, are profound.
- Product/Service Implications: Longeveron's stem cell therapy for aging-related frailty could provide a novel treatment option, significantly improving health outcomes for older patients. This therapy addresses a critical unmet need, as there are currently no approved treatments for this condition.
- Case Studies: ProKidney's rilparencel has shown promising results in preserving kidney function in patients with chronic kidney disease, indicating potential for significant improvements in patient quality of life.

## Market Reaction and Analyst Commentary

- Market Reaction: The market's response to these developments can be volatile. For example, following Longeveron's patent announcement, shares rose by 10% as investors reacted positively to the potential for new revenue streams.
- Analyst Commentary: Analysts have noted that "Longeveron's advancements position it well in a market with significant unmet needs," indicating a favorable outlook for the company's stock.

## Expected Market Reaction and Scenario Analysis

- Scenario Analysis: The market's reaction can be assessed through various scenarios:
- Positive Scenario: If Longeveron successfully commercializes its therapy, shares could rise by 20% within a year, reflecting strong demand and market penetration.
- Negative Scenario: If clinical trials fail or regulatory hurdles arise, shares could drop by 15%,

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reflecting investor skepticism.

### Potential Counter-Bids or Competing Offers

- Likelihood Assessment: The likelihood of counter-bids is moderate. For instance, if ProKidney's collaboration with Eli Lilly proves successful, other major players like Novartis (NVS) may consider counter-offers for similar partnerships, although regulatory complexities could deter immediate action.

### Similar Deals Likely to Follow

- Sector Consolidation Predictions: The biotechnology sector is poised for continued consolidation, particularly in gene therapy and regenerative medicine. Analysts predict that companies like Amgen (AMGN) and Gilead Sciences (GILD) may pursue acquisitions to enhance their portfolios in these high-growth areas.

### Key Risks and Mitigants

- Integration Risks: Integration challenges can disrupt operations. Mitigants include establishing dedicated integration teams and setting clear performance milestones.
- Regulatory Risks: Regulatory scrutiny can delay product approvals. Engaging with the FDA early in the process can help navigate potential hurdles.
- Market Risks: Market volatility can impact valuations. Structuring deals with contingent payments can protect against adverse market movements.

### Actionable Insights for Clients and Bankers

#### For Clients:

- Focus on robust due diligence to identify potential integration challenges early.
- Develop retention strategies for key talent to ensure continuity during transitions.

#### For Bankers:

- Stay informed about competitor moves and market trends to provide timely advice.
- Create comprehensive 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 that are reshaping diagnostics, treatment modalities, and patient care. This analysis focuses on key emerging trends: KRAS Inhibitors, Blood-based Biomarkers for Alzheimer's Disease, and AI in Medical Devices. Each section will detail the trend, its market significance, key players, competitive dynamics, and potential M&A opportunities.

### KRAS Inhibitors

- Trend Explanation: KRAS inhibitors target mutations in the KRAS gene, which are prevalent in various cancers, including non-small cell lung cancer (NSCLC) and pancreatic cancer. The KRAS inhibitors market is projected to grow at a CAGR of 35%, reaching substantial market size driven by increasing cancer incidence and a robust pipeline of therapies.

#### Key Companies:

- Eli Lilly and Company (LLY): Eli Lilly is developing Olomorasib, a promising KRAS inhibitor targeting G12C mutations. The company is strategically positioned to leverage its extensive oncology portfolio and partnerships to enhance treatment options.
- Merck & Co., Inc. (MRK): Merck is involved in the development of MK-1084, another KRAS inhibitor. The company's strong R&D capabilities in oncology position it well to capitalize on the growing demand for targeted therapies.
- Roche Holding AG (ROG.SW): Roche is advancing Divarasib, targeting KRAS mutations. The company's focus on precision medicine aligns with the market's shift towards personalized cancer therapies.
- Competitive Landscape: The KRAS inhibitors market is competitive, with players like Amgen (AMGN) and Bristol Myers Squibb (BMY) also active in this space. The success of drugs like KRAZATI and LUMAKRAS has intensified competition, pushing companies to innovate and explore combination therapies.
- M&A Opportunities: Companies may seek to acquire biotech firms with novel KRAS inhibitors or complementary technologies. For instance, acquiring startups focused on combination therapies could enhance market offerings and address resistance mechanisms.

### Blood-based Biomarkers for Alzheimer's Disease

- Trend Explanation: The market for blood-based biomarkers for Alzheimer's disease is expected to grow at a CAGR of 14.6%, driven by rising prevalence and the demand for non-invasive diagnostics. Regulatory approvals for blood-based assays, such as the Lumipulse G pTau217/Amyloid 1-42 Plasma Ratio, are fueling market growth.

#### Key Companies:

- Profound Medical Corp. (PROF): Profound is exploring AI-powered diagnostics, including blood-based biomarkers for various diseases. The company's focus on innovative diagnostic solutions positions it to capitalize on the growing demand for early detection tools.
- Roche (ROG.SW): Roche is involved in developing blood-based diagnostic tests for Alzheimer's,

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enhancing its portfolio in neurology. The company's established presence in diagnostics supports its growth in this market.

- Competitive Landscape: The blood-based biomarker market is competitive, with companies like Biogen (BIIB) and Eli Lilly also investing in diagnostic innovations. The race for regulatory approvals and clinical validation is driving partnerships and collaborations.
- M&A Opportunities: Companies may look to acquire firms specializing in biomarker development or diagnostics technology. Collaborations with academic institutions for research could also enhance innovation and market presence.

### AI in Medical Devices

- Trend Explanation: AI integration in medical devices is revolutionizing healthcare delivery, improving diagnostic accuracy and treatment outcomes. The market for AI in healthcare is projected to grow significantly, driven by advancements in machine learning and data analytics.

### Key Companies:

- Profound Medical Corp. (PROF): Profound's TULSA-PRO system utilizes AI for MRI-guided prostate treatments, showcasing the potential of AI in enhancing precision medicine. The company's strategic partnerships aim to expand its market reach.
- X9, Inc.: X9's ultrasound-guided, power-assisted needle insertion device leverages AI for improved vascular access in hemodialysis. The successful completion of clinical trials positions X9 for future growth in the medical device market.
- Competitive Landscape: The AI in medical devices market is competitive, with major players like Siemens Healthineers and GE Healthcare also investing in AI technologies. The focus on improving patient outcomes is driving innovation and strategic partnerships.
- M&A Opportunities: Companies may pursue acquisitions of startups with unique AI capabilities or technologies that enhance existing product lines. Collaborations with tech firms could also foster innovation in AI applications.

In summary, the healthcare sector is evolving rapidly, driven by technological advancements and regulatory changes. By focusing on these emerging trends, investors and bankers can identify strategic opportunities for growth and innovation in the healthcare landscape.

### 6. Recommended Readings

#### 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

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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 explains market segmentation and the significance of integrated healthcare services, providing context for UnitedHealth's strategy to expand its service offerings and patient care capabilities.

### Deal Name: Medtronic's Acquisition of Covidien

- Reading Material: "Medical Device Innovation: The Future of Healthcare" by David H. Hargreaves
- Why This Matters: This reading discusses the growth of medical device technology and healthcare innovation, which are central to Medtronic's \$49.9 billion acquisition (MDT) of Covidien. It highlights how this deal positions Medtr

## 7. Macroeconomic Update

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### Key Economic Indicators:

- Healthcare Sector Performance: The healthcare sector remains resilient amidst macroeconomic challenges. Companies such as Johnson & Johnson (JNJ) and UnitedHealth Group (UNH) have maintained robust financial health, with JNJ reporting a revenue increase of 5.6% year-over-year in Q3 2023, highlighting strong demand for healthcare products and services.
- Interest Rate Impact: The Federal Reserve's current interest rate policy is influencing healthcare valuations. For instance, biotech firms like Amgen (AMGN) are facing pressure on their R&D budgets due to rising borrowing costs, impacting their long-term growth prospects.
- Regulatory Environment: The FDA's accelerated approval pathways for innovative therapies are fostering M&A activity. For example, the recent acquisition of Acceleron Pharma (XLRN) by Merck (MRK) for \$11.5 billion underscores the strategic focus on expanding oncology portfolios in response to regulatory changes.

### Market Trends:

- Pharmaceutical Innovation: The emphasis on breakthrough therapies is evident, with companies like Moderna (MRNA) and BioNTech (BNTX) leading the charge in mRNA technology, driving significant investor interest and premium valuations.
- Healthcare Technology Integration: The integration of technology in healthcare is accelerating. Companies like Teladoc Health (TDOC) are expanding their telemedicine services, reflecting a shift towards digital health solutions that cater to changing consumer preferences.
- Global Healthcare Spending: Increased healthcare spending in emerging markets is influencing strategic decisions. For instance, the World Bank projects a 10% annual growth in healthcare expenditures in Asia-Pacific, prompting multinational corporations to invest in regional partnerships.

### Sector-Specific Insights:

- Biotech Valuations: Biotech firms are under scrutiny, especially those with pending clinical trials. For example, the market reacted negatively to the recent Phase 3 trial results of Sage Therapeutics (SAGE), leading to a 30% drop in stock price, emphasizing the importance of clinical outcomes.
- Healthcare Services Consolidation: The trend of consolidation continues, with companies like HCA Healthcare (HCA) acquiring smaller healthcare providers to enhance service offerings and improve operational efficiencies.
- Insurance Market Dynamics: Changes in healthcare insurance markets are reshaping provider networks. The recent merger between Anthem (ANTM) and Cigna (CI) is a prime example of how companies are adapting to evolving reimbursement models.

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