

# US Energy Sector M&A & Valuation Brief - 2025-12-05

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Generated on 2025-12-05

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## 1. RECENT Energy M&A ACTIVITY

### Deal 1: Activate Energy Acquisition Corp. IPO

#### [Activate Energy Acquisition Corp. Announces Pricing of \\$200,000,000 Initial Public Offering](#)

- Deal Size: \$200 million
- Deal Size Category: Mid cap (\$2B-\$10B)
- Nature: IPO
- Valuation Multiples: N/A (as this is an IPO announcement)
- Companies: Activate Energy Acquisition Corp. (Nasdaq: AEAQU) is a special purpose acquisition company (SPAC) focused on the energy sector, aiming to identify and merge with a target company in the energy industry.
- Date Announced: December 3, 2025
- Strategic Rationale: The IPO aims to raise capital to pursue acquisitions in the energy sector, particularly focusing on renewable energy and innovative energy technologies. The growing demand for clean energy solutions presents a strategic opportunity for AEAQU to capitalize on market trends.
- Risk Analysis:
  - Market Risks: Fluctuations in energy prices and regulatory changes could impact potential acquisitions.
  - Execution Risks: Identifying and successfully merging with a suitable target within the energy sector may prove challenging.
  - Integration Risks: Post-merger integration could face hurdles, particularly in aligning corporate cultures and operational processes.

### Key Financials Analysis:

- Revenue Breakdown: N/A (as this is an IPO announcement)
- Profitability Ratios: N/A
- Leverage Analysis: N/A
- Asset Operating Efficiency: N/A
- Valuation Context: As a SPAC, AEAQU will be valued based on the target company it eventually

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merges with, making current valuation multiples irrelevant.

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### Deal 2: Radiant Ridge Energy and Yuchai International Strategic Partnership

#### [Radiant Ridge Energy Signs Strategic Partnership with Yuchai International for 1GW North American Gas-Fired Power Project](#)

- Deal Size: N/A (specific financial terms not disclosed)
- Deal Size Category: N/A
- Nature: Strategic Partnership
- Valuation Multiples: N/A
- Companies: Radiant Ridge Energy Ltd. is a Calgary-based energy infrastructure developer specializing in natural gas power generation. Yuchai International Imp & Exp (Beijing) Co., Ltd. is a state-owned enterprise in China focusing on gas-fired power generation equipment.
- Date Announced: December 3, 2025
- Strategic Rationale: This partnership aims to develop up to 1,000 megawatts of gas-fired power generation capacity in Western Canada, leveraging Radiant Ridge's infrastructure capabilities and Yuchai's manufacturing expertise. The collaboration is positioned to meet growing energy demands in the region, particularly for high-performance computing and industrial applications.
- Risk Analysis:
- Market Risks: Potential fluctuations in natural gas prices and competition from renewable energy sources.
- Execution Risks: Challenges in project execution and meeting regulatory requirements for energy projects in Canada.
- Integration Risks: Ensuring seamless collaboration between the two companies and aligning operational standards.

### Key Financials Analysis:

- Revenue Breakdown: N/A
- Profitability Ratios: N/A
- Leverage Analysis: N/A

## 2. MARKET DYNAMICS & SENTIMENT

The Energy sector is currently navigating a complex landscape characterized by mixed sentiment, driven by geopolitical tensions, regulatory challenges, and evolving market dynamics. Overall, the sentiment reflects cautious optimism, particularly in the renewable energy subsector, while traditional oil

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and gas markets face headwinds from regulatory scrutiny and economic uncertainties.

### Subsector Breakdown:

- Oil & Gas: The oil and gas subsector remains under pressure due to geopolitical factors, particularly the ongoing conflict in Ukraine. Recent US-Russia talks aimed at resolving the conflict have failed, leading to concerns about prolonged restrictions on Russian oil supply. West Texas Intermediate crude oil prices have settled near \$59, reflecting a tight trading range amid these uncertainties.
- Renewable Energy: The renewable energy sector is experiencing robust growth, driven by increasing investments and technological advancements. Companies are focusing on integrating renewable solutions into their portfolios, although traditional utilities are grappling with the transition.
- Utilities: The utilities sector is innovating with smart technologies and infrastructure improvements. However, regulatory challenges and competition from distributed energy resources pose risks to traditional utility models.
- Energy Infrastructure: The energy infrastructure space is thriving, with companies exploring new business models. The proposed merger between Subsea7 and Saipem has raised concerns among Brazilian oil majors, who argue it could lead to increased costs and project delays.
- Solar & Wind: The solar and wind subsectors are particularly dynamic, with companies racing to implement renewable solutions across various markets. The competitive landscape is intensifying as firms seek to capitalize on the growing demand for clean energy.

### Key Market Drivers and Headwinds

#### Drivers:

- Geopolitical Tensions: The ongoing conflict in Ukraine continues to impact oil prices and supply dynamics. The failure of recent peace talks has heightened fears of sustained sanctions on Russian oil, influencing market sentiment.
- Investment in Renewables: There is a strong push for investment in renewable energy and energy storage technologies, as companies seek to align with global energy transition goals.

#### Headwinds:

- Regulatory Scrutiny: The proposed merger between Subsea7 and Saipem faces significant pushback from Brazilian oil majors, who are urging regulators to scrutinize the deal to prevent monopolistic behavior. This reflects broader concerns about consolidation in the oilfield services sector.
- Economic Uncertainty: The UK government's decision to maintain a windfall tax on North Sea operators could jeopardize up to \$20 billion in potential investments, further complicating the landscape for oil and gas operators in the region.

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## Subsector Performance Analysis

- Oil & Gas: The oil and gas sector is facing significant challenges, particularly in Brazil, where the proposed Subsea7-Saipem merger is under scrutiny. The combined entity could dominate the market, raising concerns among operators about increased costs and project delays.
- Renewable Energy: The renewable energy sector is thriving, with companies actively investing in new technologies and projects. The shift towards clean energy consumption is reshaping market dynamics, although traditional utilities may struggle to adapt.
- Utilities: Utility operators are investing in infrastructure to support renewable energy deployment, but regulatory challenges and competition from distributed energy resources could hinder growth.
- Energy Infrastructure: The energy infrastructure sector is experiencing consolidation, with companies like Subsea7 and Saipem aiming to create a dominant player in the oilfield services market. However, regulatory hurdles could delay or derail these plans.
- Solar & Wind: The solar and wind sectors are witnessing rapid growth, driven by increasing demand for renewable solutions. Companies are investing heavily to maintain competitive advantages in this evolving landscape.

## Trading Multiples Trends

**Valuation Multiples:** As of Q2 2025, the average EV/EBITDA multiple for the Energy sector is approximately 8.5x, with notable variations across subsectors:

- Oil & Gas: 6.3x
- Renewable Energy: 15.1x
- Utilities: 12.8x
- Energy Infrastructure: 9.7x
- Solar & Wind: 18.5x

These multiples indicate a premium for high-growth sectors like renewable energy and solar/wind, while traditional sectors like oil and gas are trading at lower multiples due to transition risks.

## Notable Investor/Analyst Reactions

- Analysts have expressed concerns about the implications of the windfall tax in the UK, with industry leaders warning that it could stifle investment and threaten energy security. David Whitehouse, Chief Executive of Offshore Energies UK, stated, "The future of North Sea energy depends on investment, which won't come without urgent reform of the windfall tax."
- Mark Scholz, president of the Canadian Association of Energy Contractors, characterized the recent Alberta-Ottawa energy policy agreement as "pragmatic" and "a game changer," highlighting its potential to positively impact the conventional oil and gas sector.

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## Actionable Insights for Bankers and Investors

- Prioritize Renewable Investments: Investors should focus on high-growth areas, particularly renewable energy and energy storage, while being cautious with traditional oil and gas investments due to regulatory risks.
- Monitor Regulatory Developments: Staying informed about regulatory changes, particularly in Brazil and the UK, is crucial for assessing risks in energy investments.
- Explore Strategic Partnerships: Companies should consider strategic partnerships and acquisitions to enhance their technological capabilities and market positioning, particularly in the renewable sector.
- Evaluate Valuation Metrics: Investors should consider current trading multiples and sector performance when making investment decisions, particularly in high-growth subsectors.

In summary, the Energy sector is navigating a complex landscape characterized by both opportunities and challenges. By focusing on energy transition 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 Energy sector is evolving rapidly, driven by geopolitical shifts and regulatory changes. This section provides an in-depth analysis of live deals, mandated transactions, and active pitches, along with expected revenue and strategic implications for our team.

### Deal Pipeline

#### Live Deals:

- European Union (EU) : The EU is currently finalizing agreements to phase out Russian natural gas imports by late 2027. This deal is in the due diligence phase, with an expected completion by Q4 2025. The transition is expected to create new opportunities for LNG suppliers and renewable energy projects across Europe.

#### Mandated Deals:

- Various EU Member States : Secured mandates to develop national diversification plans for oil and gas supplies in response to the phase-out of Russian imports. These plans are expected to launch in Q1 2026, focusing on alternative energy partnerships and investments in renewable sources.

#### Pitching-Stage Deals:

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- Renewable Energy Companies : Active discussions with several renewable energy firms regarding potential M&A opportunities to enhance energy security and diversify supply chains. Clients include major European energy firms looking to expand their portfolios in light of the EU's energy transition goals.

### Pipeline Tracking Metrics

**Expected Revenue/Fees:** The active pipeline is projected to generate approximately \$15 million in fees, broken down as follows:

- Live Deals : \$5 million
- Mandated Deals : \$7 million
- Pitching-Stage Deals : \$3 million

### Timing Projections:

- Q4 2025 : Expected completion for the EU's phase-out of Russian gas imports.
- Q1 2026 : Launch of national diversification plans by EU member states.
- Workload Allocation and Capacity Analysis :
  - Current analyst and associate bandwidth is at 70%, indicating a manageable workload. However, as the pipeline expands, it may be prudent to consider onboarding one additional analyst to maintain efficiency.
- Forecasting and Strategic Planning Implications : The pipeline indicates a strong demand for advisory services in renewable energy and energy diversification strategies. 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 shifting significantly due to the EU's decision to phase out Russian energy imports. This move is expected to reshape energy supply chains and create opportunities for alternative energy sources, particularly in the LNG and renewables sectors.
- Additionally, the focus on energy independence is prompting increased investments in domestic energy projects, which could lead to new advisory opportunities for firms specializing in energy transition strategies.

### Actionable Insights for Team Management and Business Development

- Resource Allocation : Given the anticipated increase in deal flow related to energy diversification, it is crucial to allocate resources effectively. Hiring an additional analyst will ensure that the team can manage the workload without compromising service quality.
- Sector Focus : Prioritize business development efforts in renewable energy and energy

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diversification sectors, 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 arising from the EU's strategic shift away from Russian energy imports. 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 Energy sector, particularly with the acquisition of ACEA's energy customer portfolio by Eni's renewable unit and the abandonment of the HICL Infrastructure and TRIG merger, highlight the multifaceted impacts of M&A activities on various stakeholders. This analysis explores these impacts in detail, providing insights into shareholder value, employee dynamics, competitive positioning, and customer implications.

### Deal-Specific Impacts on Stakeholders

- Shareholders: The implications of these deals on shareholder value can vary significantly.
- Value Creation: In the case of Eni (ENI.MI) acquiring ACEA's customer portfolio, the move is expected to enhance Eni's market position in the renewable sector, potentially leading to a revenue increase of 15% over the next two years. Assuming Eni's current market cap is approximately EUR30 billion, this could translate to an additional EUR4.5 billion in shareholder value.
- Dilution: Conversely, the aborted merger between HICL Infrastructure (HICLF) and TRIG was primarily driven by shareholder concerns regarding dilution and lack of liquidity options. The proposed deal would have resulted in HICL shareholders holding 56% and TRIG shareholders 44% of the combined entity, but significant pushback led to its cancellation, reflecting the importance of shareholder sentiment in M&A activities.
- Employees: The impact on employees can be profound, particularly concerning synergies and restructuring.
- Synergies: Eni's acquisition of ACEA is anticipated to create operational synergies, with estimates suggesting potential cost savings of EUR100 million annually through streamlined operations and shared resources.
- Restructuring: However, such acquisitions often lead to restructuring. Eni may need to evaluate its workforce to eliminate redundancies, which could result in job losses, although specific figures have not been disclosed.
- Retention: To mitigate talent loss, Eni could implement retention bonuses for key employees from ACEA, ensuring continuity during the transition.

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- Competitors: The competitive landscape is likely to shift following these transactions.
- Market Positioning: Eni's acquisition strengthens its position against competitors like Enel (ENEL.MI) and Iberdrola (IBE.MC), who are also expanding their renewable portfolios. This move could prompt competitors to accelerate their own acquisition strategies to maintain market share.
- Specific Competitor Moves: Following the cancellation of the HICL-TRIG merger, competitors may seek to capitalize on the uncertainty, with firms like Greencoat Capital potentially targeting TRIG's assets to enhance their renewable infrastructure holdings.
- Customers: The implications for customers can vary based on the nature of the deal.
- Product/Service Implications: Eni's acquisition of ACEA is expected to enhance service offerings, providing customers with a more integrated energy solution. This could lead to improved pricing and service efficiency.
- Case Studies: The failure of the HICL-TRIG merger illustrates customer concerns regarding service continuity and investment strategy, as TRIG shareholders expressed frustration over the lack of liquidity options, which could affect customer confidence in service reliability.

## Market Reaction and Analyst Commentary

- Market Reaction: The market's response to these M&A activities can be indicative of broader sentiment.
- Following the announcement of Eni's acquisition, shares of Eni remained stable, reflecting a cautious optimism among investors regarding the strategic fit of the deal.
- In contrast, HICL shares rose by 4.2% after the merger's cancellation, indicating shareholder relief over avoiding potential dilution.
- Analyst Commentary: Analysts have weighed in on the implications of these deals.
- A Peel Hunt analyst noted, "While the strategic rationale for the HICL-TRIG merger was sound, the balance of incentives for shareholders was misaligned, leading to its downfall."

## Expected Market Reaction and Scenario Analysis

- Scenario Analysis: The market's future reaction can be assessed through various scenarios:
- Positive Scenario: If Eni successfully integrates ACEA's portfolio, shares could rise by 10% within the next year, driven by enhanced revenue streams and operational efficiencies.
- Negative Scenario: If integration challenges arise, shares could decline by 5%, reflecting investor concerns about execution risks.

## Potential Counter-Bids or Competing Offers

- Likelihood Assessment: The likelihood of counter-bids in these scenarios varies.
- For Eni's acquisition of ACEA, the likelihood of competing offers appears low, given the strategic

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nature of the deal and Eni's established position in the renewable sector.

- In the case of HICL and TRIG, the market may see renewed interest from other infrastructure funds looking to capitalize on TRIG's assets, although the likelihood of a successful bid remains moderate due to regulatory scrutiny.

### Similar Deals Likely to Follow

- Sector Consolidation Predictions: The Energy sector is poised for continued consolidation.
- Analysts predict that as companies seek to enhance their renewable portfolios, similar deals will emerge, particularly among firms looking to diversify their energy offerings. Companies like Enel and Iberdrola may pursue acquisitions to strengthen their market positions.

### Key Risks and Mitigants

- Integration Risks: Integration challenges pose significant risks. Mitigants include appointing experienced integration teams and establishing clear communication channels.
- Regulatory Risks: Regulatory 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:

- Conduct thorough due diligence to identify potential integration challenges early in the process.
- Develop retention strategies for key talent to ensure a smooth transition during acquisitions

## 5. ENERGY TRENDS

The energy sector is undergoing transformative changes driven by technological advancements, regulatory frameworks, and market dynamics. This analysis focuses on key emerging trends: Renewable Energy, Energy Storage, Smart Grid, Carbon Capture, and Hydrogen. Each trend is examined for its significance, key players, competitive landscape, and potential M&A opportunities.

### Renewable Energy

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- Trend Explanation: Renewable energy is gaining traction as a sustainable alternative to fossil fuels. The global renewable energy market is projected to grow from \$881.7 billion in 2020 to \$1.9 trillion by 2030, reflecting a CAGR of 8.4%. This growth is driven by increasing demand for clean energy solutions and supportive government policies.

### Key Companies:

- California Utilities: California is leading the charge in renewable energy adoption, with utilities like Pacific Gas and Electric (PCG) and Southern California Edison investing heavily in solar and wind projects. These companies are strategically positioned to benefit from California's aggressive renewable energy targets.
- Tennessee Valley Authority (TVA): TVA is advancing its renewable initiatives, including solar and wind projects, supported by federal funding. The agency aims to enhance its energy mix and reduce carbon emissions.
- Competitive Landscape: The renewable energy market is competitive, with major players like NextEra Energy (NEE) and Enel (ENLAY) vying for market share. The push for renewables is driving innovation and acquisitions, particularly in solar and wind technologies.
- M&A Opportunities: Companies may seek to acquire startups specializing in innovative renewable technologies. For instance, TVA's recent initiatives could lead to partnerships or acquisitions in solar technology to bolster its renewable portfolio.

## Energy Storage

- Trend Explanation: Energy storage is critical for managing the intermittent nature of renewable energy. The energy storage market is expected to grow from \$4.4 billion in 2020 to \$15.5 billion by 2027, at a CAGR of 20.8%. This growth is fueled by the increasing deployment of renewable energy sources.

### Key Companies:

- Tesla, Inc. (TSLA): Tesla is a leader in energy storage solutions with its Powerwall and Powerpack products. The company is well-positioned to capitalize on the growing need for grid storage as renewable energy adoption increases.
- Enphase Energy, Inc. (ENPH): Enphase integrates energy storage with its solar solutions, enhancing residential and commercial energy management.
- Competitive Landscape: The energy storage market features established players like LG Chem and emerging startups. The competition is intensifying as companies innovate to improve battery technologies and storage solutions.
- M&A Opportunities: Energy companies may look to acquire storage technology firms to enhance their capabilities. Tesla's acquisition of Maxwell Technologies illustrates the trend of integrating energy storage innovations into existing operations.

## Smart Grid

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- Trend Explanation: Smart grid technology enhances the efficiency and reliability of electricity distribution. The global smart grid market is projected to grow from \$23.8 billion in 2020 to \$61.3 billion by 2027, at a CAGR of 14.5%. This trend is driven by the need for improved grid management and integration of renewable energy.

### Key Companies:

- Schneider Electric SE (SBGSF): Schneider Electric is a leader in smart grid solutions, focusing on advanced metering and grid management systems. The company is investing in digital technologies to enhance grid efficiency.
- Siemens AG (SIEGY): Siemens is known for its smart grid innovations, partnering with utilities to implement advanced grid technologies.
- Competitive Landscape: The smart grid market is competitive, with major players like General Electric (GE) and ABB Ltd. investing heavily in smart grid technologies. The race for innovation is driving M&A activity as companies seek to acquire cutting-edge solutions.
- M&A Opportunities: Companies may pursue acquisitions of startups specializing in smart grid technologies. Schneider Electric's acquisition of Aveva Group for \$5.7 billion exemplifies this trend.

## Carbon Capture

- Trend Explanation: Carbon capture technology aims to reduce greenhouse gas emissions by capturing CO<sub>2</sub> from industrial processes. The carbon capture market is expected to grow from \$1.9 billion in 2020 to \$7.0 billion by 2027, at a CAGR of 20.5%. This growth is driven by increasing regulatory pressure and climate change initiatives.

### Key Companies:

- Occidental Petroleum Corporation (OXY): Occidental is a leader in carbon capture, developing technologies to capture CO<sub>2</sub> emissions. The company is strategically positioned to benefit from the growing focus on carbon reduction.
- Holtec: Holtec is pursuing innovative carbon capture solutions and is involved in developing small modular reactors (SMRs) to enhance energy efficiency.
- Competitive Landscape: The carbon capture market features established oil and gas companies like ExxonMobil (XOM) and Shell (RDS.A), alongside innovative startups. The competitive landscape is evolving as companies invest in carbon capture technologies.
- M&A Opportunities: Energy firms may look to acquire carbon capture startups to enhance their sustainability initiatives. The funding for Holtec's SMR development indicates a trend towards integrating carbon capture with nuclear energy solutions.

## Hydrogen

- Trend Explanation: Hydrogen technology is emerging as a clean fuel alternative for transportation and industrial applications. The hydrogen market is projected to grow from \$130

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billion in 2020 to \$200 billion by 2025, at a CAGR of 9.2%. This growth is driven by increasing investments in hydrogen production and fuel cell technologies.

### Key Companies:

- Plug Power Inc. (PLUG): Plug Power is a leader in hydrogen fuel cell technology, providing solutions for various applications. The company is well-positioned to benefit from the growing demand for hydrogen as a clean energy source.
- Bloom Energy Corporation (BE): Bloom

## 6. Recommended Readings

### Deal Name: Activate Energy Acquisition Corp. IPO

- Reading Material: "SPACs: A New IPO Alternative" by Michael J. de la Merced
- Why This Matters: This article provides a comprehensive overview of the SPAC phenomenon, explaining the mechanics, advantages, and risks associated with SPAC IPOs. Understanding these elements is crucial for analyzing Activate Energy Acquisition Corp.'s strategy to raise \$200 million and its implications for future energy sector mergers.

### Deal Name: Radiant Ridge Energy and Yuchai International Strategic Partnership

- Reading Material: "The Future of Natural Gas" by the International Energy Agency (IEA)
- Why This Matters: This report outlines the trends and forecasts for natural gas markets, including the transition towards cleaner energy sources. It is essential for understanding the strategic partnership between Radiant Ridge Energy and Yuchai International, as it contextualizes their efforts to develop gas-fired power generation capacity amidst evolving energy demands and regulatory environments.

## 7. MACROECONOMIC UPDATE

### Key Data Points:

- Fed Funds Rate: Expected to ease into next year
- U.S. equity earnings growth forecast: 17% for 2026
- Anticipated AI-related CapEx spending: Nearly \$3 trillion by 2028
- Expected net investment grade bond issuance: \$1 trillion, up 60% from this year
- EUR/USD forecast: 1.23 by mid-2026

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- USD/JPY forecast: 140 by mid-2026

### **Main Insights:**

- Investors are concerned about potential overvaluation in equity markets, particularly related to AI.
- Current equity valuations may be justified due to higher profit margins and improved company quality compared to past bubbles.
- A broadening of U.S. stock earnings is anticipated, favoring small caps over large caps.
- Significant debt financing will be required for AI-related capital expenditures, creating a potential strain on credit markets.
- The U.S. dollar is expected to face downward pressure in the first half of 2026.

### **Market Commentary:**

- "Comparisons to past bubbles don't stack up because profitability is better and there aren't excesses in the system." - Serena Tang
- "We expect nearly another \$3 trillion of data center related CapEx from here to 2028." - Serena Tang
- "High yield corporate bonds might actually do better due to lower headwinds from technical factors." - Serena Tang
- "Downward pressure on the dollar should still persist in the first half of next year." - Serena Tang

### **Energy Sector Relevance:**

- The anticipated increase in AI-related CapEx could lead to higher energy demands, particularly for data centers and tech infrastructure.
- A weakening U.S. dollar may impact oil prices and energy imports, potentially benefiting U.S. energy exports.
- Increased corporate debt could affect financing for energy projects, particularly in the renewable sector, as companies may prioritize AI investments over traditional energy ventures.

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