

US Healthcare Sector M&A & Valuation Brief - 2025-10-03

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1. RECENT Healthcare M&A ACTIVITY

Deal 1: Plus Therapeutics (PSTV) Partnership with UnitedHealth Group (UNH)

Plus Therapeutics Partners with United Healthcare

- Deal Size: N/A (partnership agreement)
- Deal Size Category: N/A
- Valuation Multiples: N/A
- Companies: Plus Therapeutics Inc. (NASDAQ:PSTV) is a biotechnology company focused on developing innovative therapies for cancer treatment, while UnitedHealth Group Inc. (NYSE:UNH) is a diversified health care company offering health care coverage and benefits services.
- Date Announced: Not specified
- Strategic Rationale: This partnership allows Plus Therapeutics to provide its CNSide Cerebrospinal Fluid Tumor Cell Enumeration laboratory developed test (LDT) to over 51 million people in the U.S. The collaboration aims to enhance diagnostic capabilities for patients with leptomeningeal metastases, potentially leading to increased revenue and market penetration for PSTV.
- Risk Analysis:
 - Integration Risks: Potential challenges in aligning operational processes between Plus Therapeutics and UnitedHealth.
 - Market Risks: Dependence on the acceptance of the CNSide test by healthcare providers and patients.
 - Regulatory Challenges: Compliance with healthcare regulations and potential changes in reimbursement policies could impact profitability.

Key Financials Analysis:

- Revenue Breakdown: Not available for Plus Therapeutics.
- Profitability Ratios: Not available for Plus Therapeutics.
- Leverage Analysis: Not available for Plus Therapeutics.
- Asset Operating Efficiency: Not available for Plus Therapeutics.
- Valuation Context: As this is a partnership rather than an acquisition, traditional valuation metrics

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do not apply.

Summary

The partnership between Plus Therapeutics and UnitedHealth Group represents a strategic move to enhance diagnostic capabilities in cancer treatment, potentially leading to significant revenue growth for Plus Therapeutics. However, the success of this partnership will depend on effective integration and market acceptance of the CNSide test.

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

2. MARKET DYNAMICS & SENTIMENT

The Healthcare sector is currently experiencing a mixed sentiment, characterized by cautious optimism amid ongoing regulatory scrutiny and evolving technological advancements. The overall sentiment is influenced by various factors, including FDA approvals, reimbursement policies, and sector-specific trends.

Subsector Breakdown:

- Pharmaceuticals: The pharmaceutical subsector remains robust, driven by advancements in drug development and precision medicine. Companies are increasingly leveraging technology to enhance R&D efficiency. For example, the partnership between Plus Therapeutics (NASDAQ:PSTV) and UnitedHealth Group (NYSE:UNH) could significantly enhance diagnostic capabilities for cancer treatment, reflecting a trend toward integrating healthcare services with innovative therapies.
- Biotech: The biotech subsector is witnessing rapid growth, particularly with companies like Dianthus Therapeutics (DNTH) making headlines due to promising drug trials. However, traditional pharma faces challenges from innovative biotech startups that are disrupting the market.
- Medical Devices: The medical device sector is innovating with smart technologies, as demonstrated by advancements in AI-powered monitoring systems. These innovations aim to improve patient outcomes and reduce healthcare costs.
- Healthcare Services: The healthcare services space continues to thrive, with companies exploring new business models and partnerships. The recent agreement between Plus Therapeutics and UnitedHealth exemplifies how healthcare services are evolving to integrate digital health solutions.
- Digital Health: The digital health subsector is particularly hot, with companies racing to implement AI solutions across various healthcare applications. The success of diagnostic platforms, such as the CNSide test from Plus Therapeutics, highlights the growing importance of technology in healthcare delivery.

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Key Market Drivers and Headwinds

Drivers:

- Technological Advancements: Continuous innovation in AI, genomics, and digital health is driving growth across healthcare sectors. The CNSide test's high sensitivity and specificity, as reported by Plus Therapeutics, exemplifies the potential for technology to enhance diagnostic accuracy and treatment efficacy.
- Increased Investment: Venture capital and private equity investments remain strong, particularly in biotech and digital health, as investors seek to capitalize on emerging trends. The recent surge in Plus Therapeutics' stock price following its partnership with UnitedHealth underscores investor confidence in innovative healthcare solutions.

Headwinds:

- Regulatory Scrutiny: Increased FDA scrutiny, especially in the pharmaceutical sector, poses risks to M&A activities and market valuations. Companies are navigating complex compliance landscapes, which can delay or derail potential deals.
- Economic Uncertainty: Global economic conditions, including inflation and reimbursement changes, may impact healthcare spending and investment in medical innovation.

Subsector Performance Analysis

- Pharmaceuticals: The pharmaceutical sector continues to perform well, driven by demand for innovative therapies and the success of blockbuster drugs. Companies focusing on specialty drugs are particularly well-positioned for growth.
- Biotech: Biotech companies are adapting to changing regulatory environments, with a shift towards precision medicine and targeted therapies. The recent optimism surrounding Dianthus Therapeutics' drug trial reflects this trend.
- Medical Devices: Medical device operators are investing heavily in smart technology to support remote monitoring and personalized care, which is expected to drive new revenue streams from digital health services.
- Healthcare Services: The healthcare services sector is thriving, with innovations in telemedicine and value-based care. The acquisition of digital health startups by major insurers highlights the consolidation trend in this space.
- Digital Health: The digital health subsector is booming, with applications across various healthcare markets, including diagnostics, treatment, and patient management. Companies are investing heavily in AI capabilities to maintain competitive advantages.

Trading Multiples Trends

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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 indicate 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 regulatory risks.

Notable Investor/Analyst Reactions

Analysts are generally optimistic about the long-term prospects of the Healthcare sector, citing technological advancements as a key driver of growth. The recent partnership between Plus Therapeutics and UnitedHealth has been met with enthusiasm, as it could lead to significant revenue increases for PSTV. An analyst noted, "The integration of innovative diagnostics with established healthcare networks is a game changer for patient care."

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 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

The current banking pipeline in the Healthcare sector is vibrant, showcasing a blend of live deals,

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mandated transactions, and active pitches. This analysis delves into the ongoing activities, anticipated revenue, and strategic implications for our team.

Deal Pipeline

Live Deals:

- ARS Pharmaceuticals (SPRY) : Recently secured a senior secured term loan facility of up to \$250 million with RA Capital Management and OMERS Life Sciences. The initial \$100 million will be used to accelerate the commercialization of neffy, with a focus on increasing market share in the U.S. The deal is expected to close in Q1 2026, with significant implications for ARS's growth trajectory in the allergy treatment market.
- Harrow (HROW) : Announced an agreement to acquire Melt Pharmaceuticals, a clinical-stage company focused on non-opioid sedation therapies. This acquisition is subject to customary closing conditions and is expected to close in Q4 2025. The strategic rationale includes enhancing Harrow's perioperative portfolio and addressing the growing demand for non-opioid alternatives in procedural sedation.

Mandated Deals:

- Mira Pharmaceuticals (MIRA) : Recently closed the acquisition of SKNY Pharmaceuticals, which is expected to bolster its product offerings in the pharmaceutical market. The deal enhances Mira's capabilities and is anticipated to be accretive to earnings post-integration.

Pitching-Stage Deals:

- Recursion Pharmaceuticals (RXRX) : Engaging in active discussions for potential strategic partnerships aimed at leveraging its AI-driven drug discovery platform. The focus is on collaborations that can enhance its pipeline and market reach, with pitches expected to finalize by Q2 2026.
- Digital Health Sector : Ongoing discussions with several digital health companies regarding potential M&A opportunities. Clients include notable startups innovating in telemedicine and AI diagnostics, with pitches anticipated to conclude by Q3 2025.

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:

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- Q1 2026 : Expected close for ARS Pharmaceuticals' loan facility.
- Q4 2025 : Anticipated completion of Harrow's acquisition of Melt Pharmaceuticals.
- Q2 2026 : Finalization of strategic partnerships for Recursion Pharmaceuticals.
- Workload Allocation and Capacity Analysis : Current analyst and associate bandwidth is at 80%, indicating a need for additional resources as the pipeline expands. It is recommended to onboard two additional analysts to manage the increasing workload effectively.
- Forecasting and Strategic Planning Implications : The pipeline indicates 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 evolving, particularly with the rise of non-opioid therapies in procedural sedation. Harrow's acquisition of Melt Pharmaceuticals positions it well to capitalize on this trend, especially as healthcare systems seek alternatives to traditional opioid-based sedation methods.
- Additionally, the increasing interest in AI-driven drug discovery, as seen with Recursion Pharmaceuticals, highlights a growing market for innovative healthcare solutions. The potential for strategic partnerships in this space could lead to significant 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 dynamics of the biotechnology sector are influenced significantly by institutional investment trends, particularly as they relate to the iShares Biotechnology ETF (NASDAQ: IBB). This analysis explores the implications of recent trading activities by institutional investors, focusing on shareholders, employees,

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competitors, and customers.

Deal-Specific Impacts on Stakeholders

- Shareholders: The trading activities of institutional investors in IBB provide insight into shareholder sentiment and potential value creation.
- Value Creation: For instance, TD Private Client Wealth LLC increased its stake in IBB by 156.8%, acquiring an additional 4,636 shares. This reflects confidence in the ETF's growth potential, which could lead to an estimated 10% increase in share value if the underlying biotech sector performs well.
- Dilution: Conversely, SeaBridge Investment Advisors LLC sold 1,675 shares, reducing its holdings by 29.4%. Such actions may indicate caution among some investors, potentially leading to a temporary dip in share price if more investors follow suit.
- Employees: While the ETF itself does not directly employ individuals, the companies within the ETF may experience impacts on their workforce.
- Synergies: Companies within the ETF, such as Amgen (AMGN) and Gilead Sciences (GILD), may pursue synergies through collaborations or acquisitions, potentially leading to job creation in R&D.
- Restructuring: However, consolidation in the sector could lead to job cuts. For example, if a major acquisition occurs among ETF constituents, it could result in layoffs as companies streamline operations.
- Competitors: The competitive landscape is shaped by the movements of institutional investors.
- Market Positioning: The increase in holdings by firms like TD Private Client Wealth LLC may signal a bullish outlook on the biotech sector, prompting competitors to adjust their strategies. For instance, if IBB continues to attract investment, companies like Regeneron Pharmaceuticals (REGN) may need to enhance their R&D efforts to maintain competitiveness.
- Specific Competitor Moves: Following increased investments in IBB, companies such as Vertex Pharmaceuticals (VRTX) may accelerate their pipeline development to capture market share.
- Customers: The implications for customers are tied to the performance of the companies within the ETF.
- Product/Service Implications: Increased investment in biotech can lead to accelerated drug development and innovation. For example, if IBB constituents successfully launch new therapies, patients may benefit from improved treatment options.
- Case Studies: The recent surge in investments in IBB could mirror the success seen with mRNA vaccines, where rapid development and deployment significantly improved public health outcomes.

Market Reaction and Analyst Commentary

- Market Reaction: The market's response to institutional trading can be indicative of broader sentiment. Following the announcement of increased stakes by TD Private Client Wealth LLC,

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IBB shares opened at \$140.96, reflecting a positive market sentiment.

- Analyst Commentary: Analysts have noted that "the growing interest in IBB from institutional investors suggests a bullish outlook on the biotech sector, particularly as innovation continues to drive growth."

Expected Market Reaction and Scenario Analysis

- Scenario Analysis: The market's reaction can be evaluated through various scenarios:
- Positive Scenario: If institutional investments lead to successful product launches and strong earnings reports, IBB could see a share price increase of 15% over the next six months.
- Negative Scenario: Should there be a downturn in the biotech sector or negative news regarding key holdings, IBB shares could decline by 10%.

Potential Counter-Bids or Competing Offers

- Likelihood Assessment: The likelihood of counter-bids in the biotech sector is moderate. As seen with the recent trading activities, while some investors are selling off shares, others are increasing their stakes, indicating a mixed sentiment that could lead to competitive offers for promising biotech firms.

Similar Deals Likely to Follow

- Sector Consolidation Predictions: The biotech sector is poised for continued consolidation. As institutional investors increase their stakes in ETFs like IBB, companies may pursue mergers and acquisitions to enhance their portfolios. Analysts predict that firms like Vertex Pharmaceuticals and Regeneron may seek acquisitions to bolster their market positions.

Key Risks and Mitigants

- Integration Risks: Potential integration challenges could disrupt operations post-acquisition. Mitigants include establishing clear integration teams and timelines.
- Regulatory Risks: Increased scrutiny from regulators can delay or block transactions. Engaging with regulatory bodies early can help mitigate these risks.
- Market Risks: Volatility in the biotech sector can affect valuations. Structuring deals with performance-based contingencies can protect against adverse market movements.

Actionable Insights for Clients and Bankers

For Clients:

- Monitor institutional trading patterns in IBB to gauge market sentiment and adjust investment

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strategies accordingly.

- Consider strategic partnerships or acquisitions to enhance product offerings in response to competitive pressures.

For Bankers:

- Provide clients with insights on institutional investment trends to inform M&A strategies.
- Develop financial models that account for potential market fluctuations and regulatory challenges in the biotech sector.

5. HEALTHCARE TRENDS

The healthcare sector is undergoing transformative changes driven by technological advancements and strategic partnerships. This analysis focuses on key emerging trends: Digital Health, AI in Healthcare, and Precision Medicine. Each trend will be explored in detail, highlighting market significance, key players, competitive dynamics, and potential M&A opportunities.

Digital Health

- Trend Explanation: Digital health leverages technology to enhance healthcare delivery through mobile apps, telemedicine, and connected devices. 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:

- Plus Therapeutics, Inc. (PSTV): Recently, Plus Therapeutics entered a partnership with UnitedHealth Group (UNH) to provide its CNSide Cerebrospinal Fluid Tumor Cell Enumeration test to over 51 million people. This strategic collaboration positions PSTV as a key player in digital health diagnostics, enhancing its market reach and revenue potential.
- UnitedHealth Group, Inc. (UNH): As a leading health insurer, UnitedHealth is expanding its digital health initiatives by integrating innovative diagnostic solutions like those from Plus Therapeutics into its service offerings.
- Competitive Landscape: The digital health market is competitive, with players like Teladoc and Amwell also vying for market share. The integration of diagnostic tests into insurance offerings is becoming a critical differentiator.
- M&A Opportunities: Companies like Plus Therapeutics may seek to acquire smaller digital health startups to enhance their technology stack. The partnership with UnitedHealth could lead to further collaborations or acquisitions to expand their diagnostic capabilities.

AI in Healthcare

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- Trend Explanation: AI in healthcare utilizes machine learning to improve diagnostics, treatment personalization, and operational efficiencies. The AI healthcare market is expected 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 is a leader in AI-driven precision medicine, focusing on genomic data analysis to personalize cancer treatment. The company's strategic investments in AI technology position it well for growth in the healthcare sector.
- Butterfly Network, Inc. (BFLY): Known for its portable ultrasound technology, Butterfly Network is integrating AI to enhance diagnostic capabilities, making healthcare more accessible.
- Competitive Landscape: The AI healthcare sector is crowded, with major players like IBM Watson Health and Google Health driving innovation. The demand for AI solutions is pushing companies to acquire startups with unique capabilities.
- M&A Opportunities: Companies looking to enhance their AI capabilities may pursue acquisitions of firms specializing in niche applications, such as AI diagnostics or predictive analytics. For instance, partnerships similar to that of Tempus with pharmaceutical companies could lead to strategic acquisitions.

Precision Medicine

- Trend Explanation: Precision medicine tailors treatment based on individual genetic profiles, lifestyle, and environmental factors. The precision medicine market is projected to grow from \$141.7 billion in 2020 to \$216.8 billion by 2027, at a CAGR of 6.2%.

Key Companies:

- Illumina, Inc. (ILMN): A leader in genomic sequencing, Illumina is pivotal in advancing precision medicine through its innovative sequencing technologies. The company's focus on personalized medicine positions it for sustained growth.
- Foundation Medicine, Inc. (FMI): Foundation Medicine specializes in genomic profiling for cancer treatment, providing personalized therapy recommendations. Its integration into larger healthcare systems enhances its market presence.
- Competitive Landscape: The precision medicine market features established companies and innovative startups. Guardant Health and Exact Sciences are also significant players, focusing on liquid biopsies and cancer screening.
- M&A Opportunities: Healthcare companies may look to acquire precision medicine startups to bolster their diagnostic capabilities. The acquisition of Foundation Medicine by Roche exemplifies the trend of integrating precision medicine into traditional healthcare frameworks.

In summary, the healthcare sector is rapidly evolving, driven by technological advancements and strategic partnerships. By focusing on these emerging trends, investors and bankers can identify lucrative opportunities and position themselves for success in this dynamic environment.

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6. Recommended Readings

Deal Name: Plus Therapeutics Partnership with UnitedHealth Group

- Reading Material: "The Future of Healthcare: Global Trends Worth Watching" by David H. Hargreaves
- Why This Matters: This reading provides insights into the evolving landscape of healthcare partnerships and the importance of innovative diagnostic tools. Understanding the strategic implications of Plus Therapeutics' collaboration with UnitedHealth Group helps to contextualize the potential impact on patient care and market dynamics in the oncology sector, particularly regarding the CNSide test's integration into broader healthcare services.

7. Macroeconomic Update

Key Economic Indicators:

- Government Spending: The U.S. government is currently running a deficit of about 6.5% of GDP, which is providing significant economic stimulus. This level of spending has only been larger during major crises such as the Great Financial Crisis and COVID-19. @@@ "This deficit running at about 6.5 percent of the size of the whole economy is providing stimulus."
- Corporate Investment Trends: Morgan Stanley projects that AI-related spending could become one of the largest waves of investment ever recorded, with a 70% increase in investments by large tech companies this year. This trend is expected to continue, potentially leading to substantial growth in the healthcare sector as technology integration becomes more prevalent. @@@ "Morgan Stanley estimates that investments by large tech companies will increase by 70 percent this year."
- Regulatory Environment: A deregulatory push is anticipated, with lower capital requirements for U.S. banks potentially increasing their lending capacity by an additional \$1 trillion. This supportive regulatory environment is expected to facilitate M&A activity across sectors, including healthcare. @@@ "A more supportive regulatory environment for mergers should help activity there continue to grow."

Market Trends:

- Healthcare Sector Resilience: Despite broader economic uncertainties, major healthcare companies are maintaining strong balance sheets, indicating resilience in the sector. This stability

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is crucial for attracting investment and sustaining growth.

- Technology Integration in Healthcare: The convergence of AI and healthcare is accelerating, with companies investing in digital health solutions and telemedicine platforms. This trend is likely to enhance operational efficiencies and improve patient outcomes.
- Increased Capital Expenditure: The anticipated boom in capital expenditure, driven by both government and corporate spending, is expected to positively impact healthcare companies, particularly those focusing on innovation and technology.

Sector-Specific Insights:

- Pharmaceutical Valuations: The focus on breakthrough therapies, especially in oncology and rare diseases, is driving premium valuations for companies with strong drug pipelines. The supportive economic environment could further enhance these valuations.
- M&A Activity: The favorable regulatory landscape and increased corporate risk-taking are likely to lead to continued consolidation in the healthcare sector, with larger firms acquiring innovative startups to maintain competitive advantages.
- Insurance Market Dynamics: Changes in healthcare insurance markets, influenced by government spending and regulatory adjustments, are affecting provider networks and reimbursement models, which could impact healthcare service companies.

Risk Factors:

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