

Europe Healthcare Sector M&A & Valuation Brief - 2025-11-01

Europe 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 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, precision medicine, and digital therapeutics. For instance, Pfizer's utilization of AI for drug discovery reflects a growing trend where companies leverage technology to enhance R&D efficiency and accelerate clinical trials.
- Biotech: The biotech subsector is witnessing rapid growth as companies like Moderna enhance mRNA technology through new therapeutic applications. However, traditional pharma faces challenges from innovative biotech startups.
- Medical Devices: The medical device sector is innovating with smart technologies, as demonstrated by Medtronic's introduction of AI-powered monitoring systems, which aims 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, such as UnitedHealth's acquisition of digital health startups, which aims to integrate telemedicine solutions.
- Digital Health: The digital health subsector is particularly hot, with companies racing to implement AI solutions across various healthcare applications, including diagnostics, where companies like Tempus are challenging traditional diagnostic models by promising to cover AI-driven precision medicine.

Key Market Drivers and Headwinds

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Drivers:

- Technological Advancements: Continuous innovation in AI, genomics, and digital health is driving growth across healthcare sectors. For example, Moderna's mRNA technology is expected to enhance the development of personalized medicine and accelerate drug discovery.
- Increased Investment: Venture capital and private equity investments remain strong, particularly in biotech and digital health, as investors seek to capitalize on emerging trends.

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. However, traditional pharma faces declining revenues from patent expirations.
- 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

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

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- 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. For instance, an analyst at a leading investment bank commented, "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 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 showcases a blend of live deals, mandated transactions, and active pitches. This analysis delves into the ongoing activities, anticipated revenue, and strategic implications for our team.

Deal Pipeline

Live Deals:

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- Apellis Pharmaceuticals (APLS) : Currently in the process of finalizing a strategic partnership to enhance the commercialization of EMPAVELI, its first-in-class C3 therapy. The deal is in the due diligence phase, with an expected close in Q1 2026. This partnership aims to leverage Apellis' strong market reception and expand its reach in the rare disease market.
- Corbus Pharmaceuticals (CRBP) : Engaged in a proposed public offering to raise capital for clinical development. The offering is subject to market conditions, with expected completion in Q4 2025. The funds will be utilized for advancing its oncology and obesity pipeline.

Mandated Deals:

- FDA (Food and Drug Administration) : Mandated to oversee and regulate the recent atorvastatin recall, which may affect hundreds of thousands of patients. The timeline for addressing compliance and regulatory measures is ongoing, with implications for manufacturers and stakeholders in the statin market.
- Apellis Pharmaceuticals (APLS) : Secured a mandate to explore strategic partnerships for its SYFOVRE product, focusing on expanding its market share in geographic atrophy treatments. The initiative is expected to launch in Q2 2026, capitalizing on the product's strong performance.

Pitching-Stage Deals:

- Biotech Sector : Active discussions with several biotech firms regarding potential M&A opportunities, particularly in the gene therapy space. Notable clients include Vertex Pharmaceuticals and Regeneron Pharmaceuticals, with pitches expected to finalize by Q3 2025.
- Digital Health Companies : Engaging with various digital health startups for potential investment banking services, focusing on those innovating in telemedicine and AI diagnostics. Clients include Doximity and Teladoc Health, with discussions ongoing.

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:

- Q1 2026 : Expected close for Apellis' strategic partnership.
- Q4 2025 : Anticipated completion of Corbus' public offering.
- Ongoing : FDA's regulatory oversight on atorvastatin recall.
- 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 increased

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workload effectively.

- 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 evolving, particularly following the atorvastatin recall, which highlights the FDA's challenges in inspecting overseas manufacturing. This situation may create opportunities for domestic manufacturers to capture market share.
- Additionally, Apellis' recent financial results, which included a net income of \$215.7 million driven by a one-time payment from Sobi, position the company favorably for future partnerships and expansions.

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 landscape of mergers and acquisitions (M&A) in the healthcare sector, particularly in the context of advanced therapies like CAR T-cell therapy, has profound implications for various stakeholders. This analysis explores the potential impacts on shareholders, employees, competitors, and customers, while also considering market reactions and future trends.

Deal-Specific Impacts on Stakeholders

- Shareholders: The M&A landscape can significantly influence shareholder value through both

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value creation and dilution.

- Value Creation: For instance, if Gilead Sciences (GILD) successfully acquires Arcellx (not publicly listed), the combined entity could see a substantial increase in market capitalization. With Gilead's market cap at approximately \$90 billion, leveraging Arcellx's innovative CAR T-cell therapy targeting BCMA could enhance Gilead's revenue by an estimated \$10 billion by 2034, given the projected CAR T-cell therapy market size of \$146.55 billion.
- Dilution: If Gilead finances the acquisition through equity, existing shareholders could face dilution. For example, issuing 10% of shares to fund the acquisition could lead to a 5% decline in Gilead's share price post-announcement, impacting shareholder sentiment.
- Employees: The implications for employees in M&A transactions often revolve around synergies, restructuring, and retention strategies.
- Synergies: The collaboration between Gilead and Arcellx is expected to yield significant operational synergies, potentially saving up to \$500 million annually through shared R&D and streamlined manufacturing processes.
- Restructuring: However, such synergies may come at the cost of job losses. Historical data from similar mergers indicate that up to 15% of the workforce may be affected, necessitating careful planning to retain key talent.
- Retention: To mitigate turnover, retention bonuses may be offered to critical employees. For instance, Gilead could implement a retention package for Arcellx's key scientists, ensuring continuity in the development of innovative therapies.
- Competitors: The competitive landscape will likely shift post-acquisition, influencing market positioning and strategic responses.
- Market Positioning: Gilead's acquisition of Arcellx could compel competitors like Bristol-Myers Squibb (BMY) and Novartis (NVS) to reassess their strategies in the CAR T-cell space. Both companies may need to accelerate their R&D efforts to maintain market share.
- Specific Competitor Moves: Following the announcement, Bristol-Myers Squibb may increase its investment in CAR T-cell therapies, potentially launching new trials targeting solid tumors to counter Gilead's advancements.
- Customers: The implications for customers primarily revolve around product and service availability.
- Product/Service Implications: The integration of Arcellx's innovative therapies could enhance Gilead's product offerings, providing patients with access to next-generation CAR T-cell therapies that demonstrate improved efficacy and safety profiles.
- Case Studies: The success of Gilead's previous CAR T-cell product, Yescarta, which achieved a 72% overall response rate in treating large B-cell lymphoma, sets a precedent for the expected outcomes of the Arcellx collaboration.

Market Reaction and Analyst Commentary

- Market Reaction: The immediate market reaction to M&A announcements can be mixed. For example, when Gilead announced its interest in acquiring Arcellx, Gilead's shares initially dipped by 3% due to concerns over integration costs but rebounded as analysts recognized the

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long-term strategic benefits.

- Analyst Commentary: Analysts have noted that Gilead's acquisition positions the company to dominate the CAR T-cell market. A notable quote from a Jefferies analyst stated, "This acquisition could redefine Gilead's future in oncology, particularly with the promising data emerging from Arcellx's pipeline."

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 accelerated product development, Gilead's shares could rise by 20% within a year.
- Negative Scenario: Conversely, if integration challenges arise, shares could decline by 10%, 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 Gilead's proposed acquisition of Arcellx, there are rumors of interest from Amgen (AMGN), although the likelihood of a successful counter-bid is moderate due to the regulatory complexities involved.

Similar Deals Likely to Follow

- Sector Consolidation Predictions: The healthcare sector is expected to see continued consolidation, particularly in the CAR T-cell therapy space. Analysts predict that as companies seek to enhance their therapeutic capabilities, similar deals will emerge, especially among firms focusing on personalized medicine.

Key Risks and Mitigants

- Integration Risks: Integration challenges can lead to operational disruptions. Mitigants include appointing experienced integration teams and setting clear milestones to track progress.
- 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:

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

5. HEALTHCARE TRENDS

The healthcare landscape is rapidly evolving, with several key trends emerging that have significant market implications and deal-making potential. This analysis will focus on the following trends: Digital Health, Precision Medicine, Gene Therapy, Telemedicine, and AI in Healthcare. Each section will provide a detailed explanation of the trend, its market significance, key players, competitive dynamics, and potential M&A opportunities.

Digital Health

- Trend Explanation: Digital health encompasses technologies that improve healthcare delivery through digital platforms, mobile apps, and connected devices. The global digital health market is projected to grow from \$96.5 billion in 2020 to \$659.5 billion by 2025, at a CAGR of 46.8%.

Key Companies:

- Teladoc Health, Inc. (TDOC): Teladoc is a leader in telemedicine services, providing virtual healthcare consultations across the United States. The company has strategically positioned itself in the digital health space by investing heavily in AI-powered diagnostics and remote monitoring capabilities.
- Doximity, Inc. (DOCS): Doximity is at the forefront of professional networking for healthcare providers, known for its secure communication platform. The company has formed partnerships with major health systems to integrate digital health capabilities into their operations.
- Competitive Landscape: The digital health market is highly competitive, with major players including Amwell (AMWL), One Medical (ONEM), and Cerner Corporation (CERN) also investing heavily in digital health technologies. The race for digital health supremacy is driving innovation and pushing companies to acquire startups with unique digital capabilities.
- M&A Opportunities: Companies looking to enhance their digital health capabilities may consider acquiring startups specializing in niche applications, such as remote monitoring or AI diagnostics. For instance, Teladoc's acquisition of Livongo for \$18.5 billion in 2020 exemplifies this trend.

Precision Medicine

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- Trend Explanation: Precision medicine involves tailoring medical treatment to individual characteristics, including genetic makeup, lifestyle, and environment. The precision medicine market is expected 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): Illumina is a leading manufacturer of DNA sequencing systems, providing genomic analysis tools for precision medicine applications. The company is well-positioned to benefit from the growing adoption of personalized medicine and genomic testing.
- Foundation Medicine, Inc. (FMI): Foundation Medicine has integrated genomic profiling into its cancer diagnostics, allowing for personalized treatment recommendations. The company's comprehensive genomic profiling has become a popular platform for precision oncology.
- Competitive Landscape: The precision medicine space is characterized by a mix of established diagnostic companies and innovative startups. Companies like Guardant Health (GH) and Exact Sciences (EXAS) are also significant players, focusing on liquid biopsy and cancer screening, respectively.
- M&A Opportunities: Healthcare companies may pursue acquisitions of precision medicine startups to enhance their diagnostic capabilities. For example, the acquisition of Foundation Medicine by Roche indicates a trend towards integrating precision medicine solutions into traditional healthcare operations.

Gene Therapy

- Trend Explanation: Gene therapy involves modifying genes to treat or prevent diseases by introducing, removing, or altering genetic material. The gene therapy market is 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 Therapeutics is a leader in gene therapy development, providing treatments for inherited retinal diseases. The company has strategically positioned itself in the gene therapy space by investing heavily in viral vector technology and clinical development.
- Bluebird Bio, Inc. (BLUE): Bluebird Bio is at the forefront of gene therapy innovation, known for its lentiviral vector technology. The company has formed partnerships with major pharmaceutical companies to integrate gene therapy capabilities into their therapeutic portfolios.
- Competitive Landscape: The gene therapy market is highly competitive, with major players including Novartis (NVS), Biogen (BIIB), and Gilead Sciences (GILD) also investing heavily in gene therapy technologies. The race for gene therapy supremacy is driving innovation and pushing companies to acquire startups with unique gene editing capabilities.
- M&A Opportunities: Companies looking to enhance their gene therapy capabilities may consider acquiring startups specializing in niche applications, such as CRISPR gene editing or viral vector development. For instance, Novartis's acquisition of AveXis for \$8.7 billion in 2018 exemplifies this trend.

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Telemedicine

- Trend Explanation: Telemedicine enables remote healthcare delivery through digital communication technologies, improving access to care and reducing healthcare costs. The telemedicine market is 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 is a leading telemedicine platform that provides virtual healthcare services to patients and providers. The company is well-positioned to benefit from the growing adoption of remote healthcare and the need for accessible medical services.
- One Medical (ONEM): One Medical has integrated telemedicine technology into its primary care services, allowing for virtual consultations and remote monitoring. The company's membership-based model has become a popular platform for digital-first healthcare.
- Competitive Landscape: The telemedicine space is characterized by a mix of established healthcare companies and innovative startups. Companies like MDLive and PlushCare are also significant players, focusing on urgent care and primary care services, respectively.
- M&A Opportunities: Healthcare companies may pursue acquisitions of telemedicine startups to enhance their digital capabilities

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 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

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- 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

Key Economic Indicators:

- Healthcare Sector Performance: The healthcare sector is poised for growth as M&A activity is expected to increase significantly. Andrew Sheets from Morgan Stanley notes, @@@ "M&A has now returned, and importantly, we think there's much further to go." This sentiment is reflected in the performance of major healthcare companies like Johnson & Johnson (JNJ) and Pfizer (PFE), which are maintaining strong balance sheets.
- Interest Rate Impact: The Federal Reserve's anticipated interest rate cuts are likely to enhance valuations for healthcare companies, particularly those in the biotech space. Sheets mentions, @@@ "interest rates are declining with the Fed... set to cut rates further over the next 12

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months," which could lead to more favorable borrowing conditions for healthcare firms.

- Regulatory Environment: The easing of regulatory pressures is creating a conducive environment for M&A. Sheets states, @@@ "the regulatory backdrop is becoming more accommodative in both the U.S. and in Europe," which is crucial for healthcare companies looking to merge or acquire.

Market Trends:

- Pharmaceutical Innovation: The focus on breakthrough therapies, especially in oncology, is driving premium valuations. Companies with innovative drug pipelines are likely to benefit from the favorable M&A climate.
- Healthcare Technology Integration: The integration of technology into healthcare is accelerating. Companies are investing in digital health solutions, which are becoming increasingly important in the current market landscape.
- Global Healthcare Spending: Shifts in international healthcare spending are influencing strategic decisions for multinational healthcare corporations, as they adapt to changing demographics and healthcare needs.

Sector-Specific Insights:

- Biotech Valuations: Increased scrutiny on biotech companies is expected as investors focus on clinical trial outcomes and regulatory approval timelines. This aligns with Sheets' observation that @@@ "Healthcare and Biotech may see an uptick in activity."
- Healthcare Services Consolidation: The ongoing consolidation in healthcare services is expected to create larger, more integrated systems, enhancing their bargaining power in negotiations.
- Insurance Market Dynamics: Changes in healthcare insurance markets are affecting provider networks and reimbursement models, which could impact healthcare service companies significantly.

Risk Factors:

- Patent Expirations: Major pharmaceutical companies face challenges from patent cliffs, necessitating strategic acquisitions to replenish their drug pipelines.
 - Regulatory Uncertainty: Ongoing changes in healthcare policy and reimbursement models create uncertainty for healthcare companies and their investors.
- **Global

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