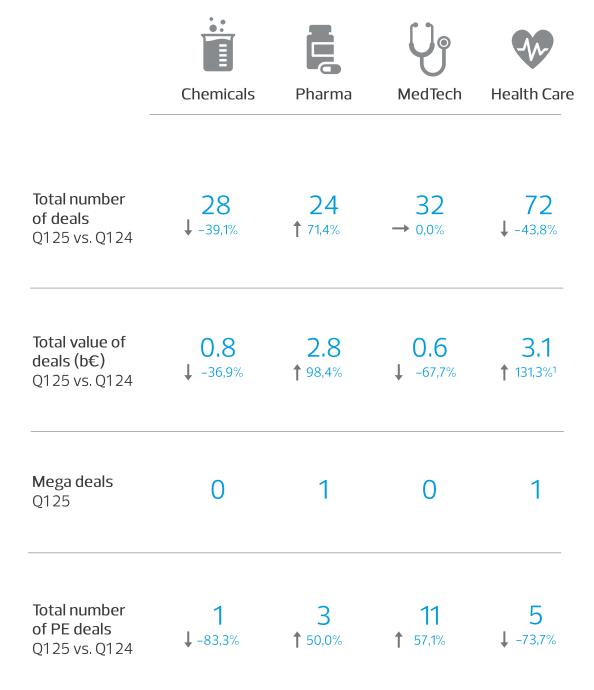


M&A industry metrics at a glance



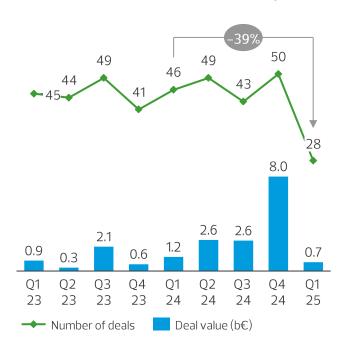
Note: Mega deals > 1b€

Sources: RSMES MC Research, S&P Capital IQ as of 07.04.2025

¹⁾ High difference driven by mega deal in Q125 and low deal values in Q124

European Chemicals: Deal activity collapses over reduced cross border transactions

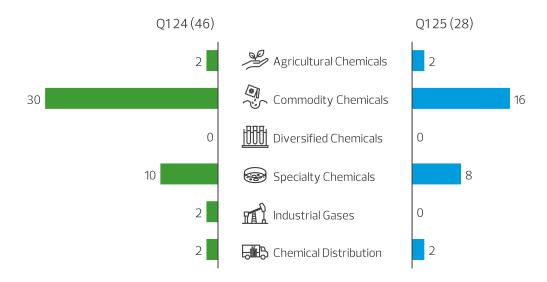
Value & number of deals – Chemicals Europe¹



Comments

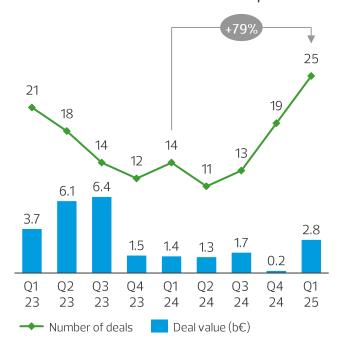
- In Q125, a total of 28 deals were observed in Europe's Chemicals industry, which is a drop of 39% compared to Q124, the largest decline in the number of deals and the lowest number of deals since the first edition of this newsletter in 2021
- Global politic uncertainty and a luring trade war among the most important economic regions held back deal activity significantly in Q125
- The decline was almost completely driven by the subsegment Commodity Chemicals which is usually characterized by large cross border transactions
- Commodity Chemicals are primarily dominated by major multinational players that rely on global trade with little to no barriers, thus reserved investor activism for the time being comes at no surprise
- Consequently, no mega deal was closed in Q12025

Number of European Chemicals deals as per subsegment



European Pharma: Number of transactions soars second quarter in a row with stable deal value

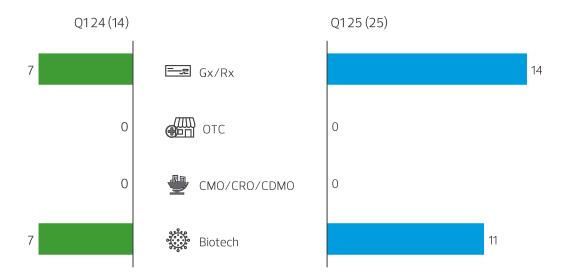
Value & number of deals – Pharma Europe¹



Comments

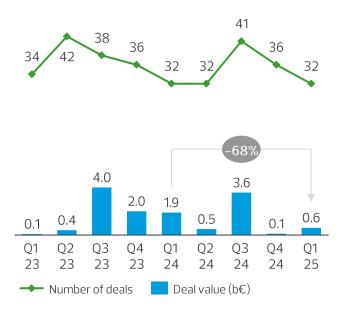
- The trend of increasing number of deals in the pharma sector continues with a YoY growth of 79% from Q124 (#14) to Q125 (#25) and a deal value for Q125 above the average since Q123, returning to record heights in deal activity similar to 2021 levels
- The deal value in turn was primarily driven by one mega deal in the form of the sale of Araris Biotech AG, which is a specialist for antibody-drug conjugates, to Taiho Pharmaceutical Co.
- The deal, valued at 1,048 m€, marks an exit for several investors, including Schroders Capital,
 Pureos, b2ventures and Samsung Venture Investment
- Furthermore, we observed increasing activity in the number of deals in the area of family-owned businesses, spearheaded by our most recent transaction, the sale of German Hennig Arzneimittel GmbH & Co. KG to Polifarma S.p.A. for example

Number of European Pharma deals as per subsegment



European MedTech: Stable number of small transactions despite various uncertainties

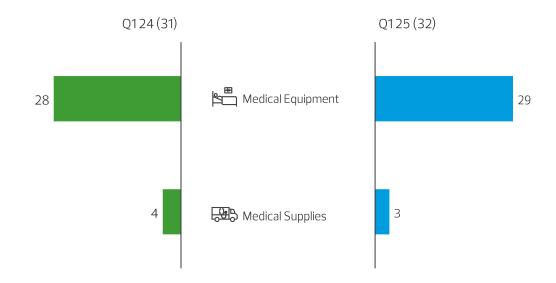
Value & number of deals – MedTech Europe¹



Comments

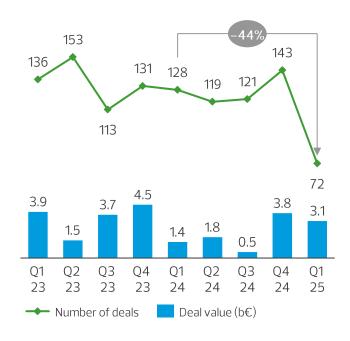
- Q125 shows a flat development in terms of deal count compared to Q124 and only a marginal decline to Q424
- Driven by a historically high number of small transactions with undisclosed deal values, Q125 is no exception to this trend and once more no Mega deal has been observed
- European MedTech remains in Q125 surprisingly stable across all subsectors in our coverage contrary to previous years when MedTech deal activity showed a high degree of sensitivity towards regulatory uncertainty, the current global economic turbulence have not yet shown any impact
- It remains to be seen whether we will only observe a disruption in Q2 or whether smaller deals are simply less affected

Number of European MedTech deals as per subsegment



European Health Care: Industry hits rock-bottom in anticipation of global uncertainty

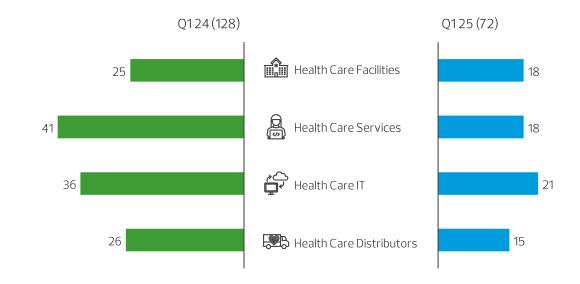
Value & number of deals – Health Care Europe¹



Comments

- First, based on several deals that were announced in retrospect for Q4 24, we need to highlight that the European Health Care sector witnessed a very strong year-end really in 2024 with 2 Mega-deals
- With Q4 24 being one of the strongest quarters in the observed period and activity in German Health Care revived, the drop-off in deal activity to only 72 deals in Q125 is even more staggering
- Political uncertainty on national and a global level reduces deal activity significantly – contrary to the Chemicals industry, where one subsegment drives the decline primarily, Health Care shows lower deal activity across all subsegments in a YoY comparison
- However, before uncertainty spread among investors, with the sell of Hellenic Healthcare Group (HHG) from CVC Capital Partners to Pure Health Holding for 2.2 b€, one Mega deal occurred

Number of European Health Care deals as per subsegment



Global deal activity segregated by geographical region in Q125 versus Q124 comparison

	Chemicals	Pharma	MedTech	Health Care	2	
Number of deals	22%	35%	36%	22%	_	
Total Deal Value	5%	9%	6%	15%	Europe	
Number of deals	27%	35%	40%	60%	North	
Total Deal Value	70%	77%	85%	78%	America	
Number of deals	1%	3%	2%	1%	South	
Total Deal Value	0%	0%	0%	1%	America	
Number of deals	47%	25%	15%	16%	Asia &	
Total Deal Value	25%	13%	5%	6%	Pacific	
Number of deals	4%	1%	7%	2%	Africa &	
Total Deal Value	0%	0%	5%	0%	ME	

Sources: RSMES MC Research, S&P Capital IQ as of 07.04.2025

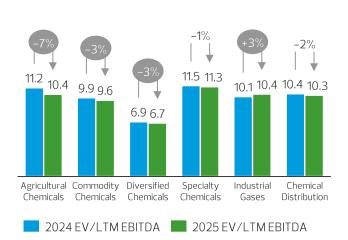
±0%

> 2%

 Δ YoY change of share in percentage points

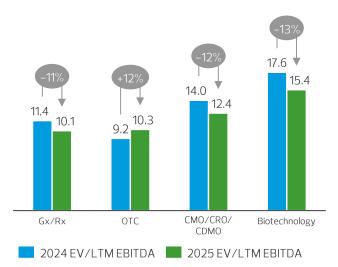
Valuation levels fluctuate with great difference between industries and subsegments...

Chemicals multiples (x) per subsegment (publicly traded companies)



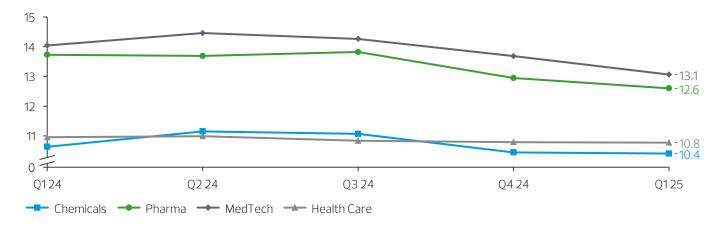
- EV/LTM EBITDA multiples continue on a stable trend for the Chemicals industry in Q125 with only minor changes across all subsegments
- The largest decline posted the subsegment Agricultural Chemicals, which comes at no surprise, as the segment saw a steady increase in valuation throughout 2024 compared to 2023 levels, thus a market correction was to be expected
- Commodity chemicals on the other hand have likely suffered from the global political uncertainties described before, with expectations for even lower valuation levels in the next quarter

Pharma multiples (x) per subsegment (publicly traded companies)



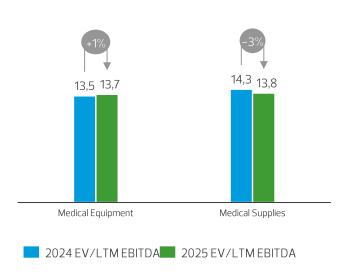
- The Pharma industry experiences valuation decreases across the board, with only the subsegment OTC showing an increase of 12% in valuation from Q124 to Q125
- The increase in valuation for OTC is driven, based on our understanding, by market fluctuations whereas the Pharma industry itself is under significant downward pressure due to the global supply chain uncertainties and the impact of global tariffs, affecting the usually high-margin products especially hard

Development of the EV / EBITDA multiples over time per industry



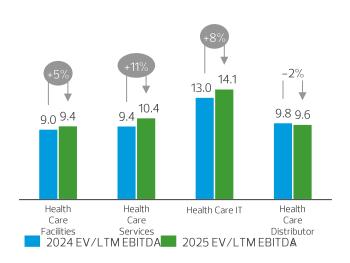
MedTech off to a stable start in 2025 and Health Care multiples largely positive

MedTech multiples (x) per subsegment (publicly traded companies)



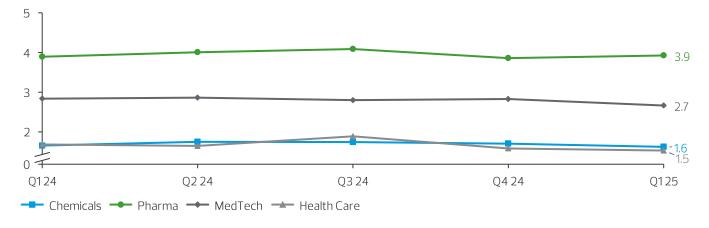
- In line with the trend observed in deal activity in Q1
 25, the MedTech industry and its trading multiples
 remain steady despite the global uncertainties, being
 one of the most resilient industries in our data set at
 the beginning of 2025
- However, the decline for the subsegment Medical Supplies continues a slow but steady downward trend with the 3% reduction in EV/LTM EBITDA multiples
- With the exception of Q3 24, the subsegment declined from originally an average valuation of ~15x to less than 14x today

Health Care multiples (x) per subsegment (publicly traded companies)



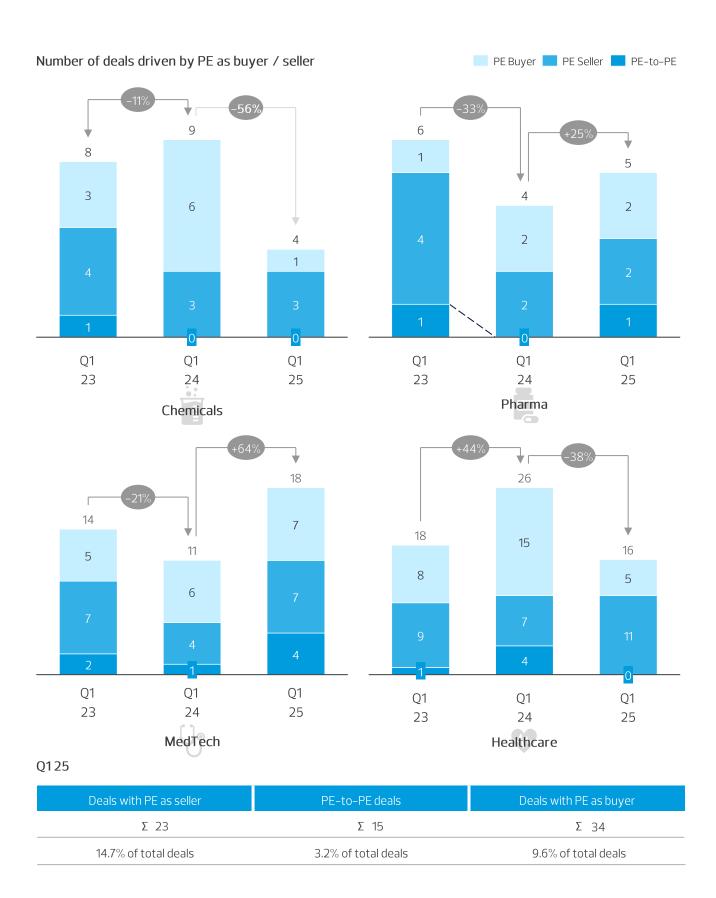
- The Health Care multiples show strong increase, contrary to the collapse of the number of deals in Q125
- With only the Health Care Distributors experiencing a minor decrease in the EV / LTM EBITDA in Q125 vs. 0124
- The largest increase among the subsegments for Health Care Services seems to be indeed driven by an overall steady increase in stock valuation among our peer group

Development of the EV / Revenue multiples over time per industry



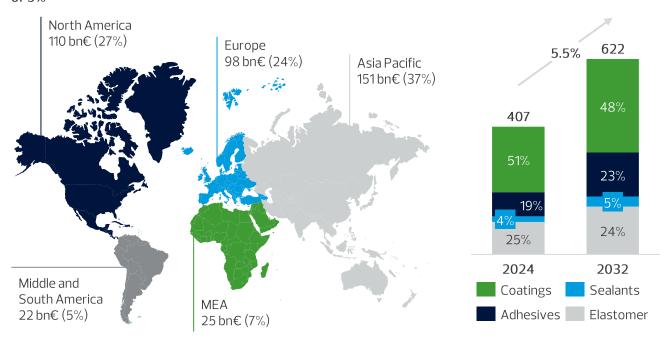
Source: RSMES MC Research, Capital IQ as of 07.04.2025

PE activity off to a moderate start for 2025 in YoY comparison — MedTech with a very strong Q1

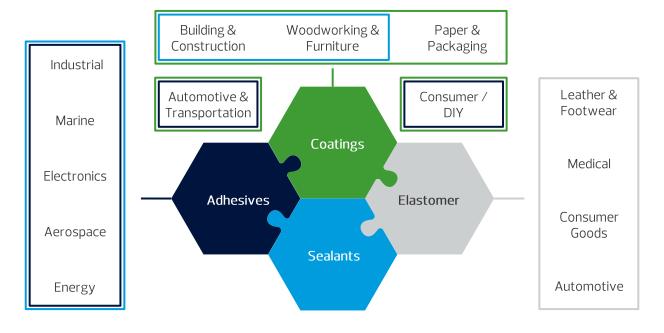


The global market size of Coatings, Adhesives, Sealants and Elastomer exceeds 407 bn€ in 2024

Global distribution of 2024 market volume 1 across all subsegments – strong share of Asian players with higher expected market growth until 2032 compared to average development of global markets at a CAGR of $5\%^2$



All four subsegments serve a broad spectrum of applications allowing companies to diversify their portfolio and focus on attractive niche markets, while subsegments are highly interconnected and serving similar end–markets



Innovations in CASE segment via new distribution models and materials take center stage for growth

General overview of main market trends

Bio-Based Alternatives

- Due to strict environmental policies, bio-based alternatives must be developed
- Soybean-derived polyols, vegetable oil-based polyamides, polyisoprenes, and epoxies are examples for bio-based adhesives among others
- Rising demand for bio-based products is expected to augment the demand for technology innovation

E-commerce

- The integration of e-commerce for various subsegments across the CASE industries enhances accessibility, convenience, and efficiency for both suppliers and customers
- E-commerce provides a platform for showcasing a diverse range of products, sharing technical information, and conducting transactions on a global scale

Robust Financials & Attractive Growth Potential

- Historically, the global CASE market has shown robust financials with emerging markets being a driving force behind growth
- Innovative materials including lightweight and high-performance structures, technological advancements and sustainable materials are about to boost future market growth

Landscape of global players in each segment



Stable deal flow despite challenging environment for CASE industry with strong multiple valuation

Selection of deals within the CASE industry 1

Year	Subsector	Target		Buyer		Rationale	Volume [m€]	EV / EBITDA	EV / Revenue
2024	Specialty Chemicals	Coating Center Castrop GmbH		Kymera International LLC		Strategic	n/a	n/a	n/a
2024	Commodity Chemicals	LSF11 A5 TopCo LLC		Nippon Paint Holdings Co.	•	Strategic	2,026.8	4.2x	1.5x
2024	Specialty Chemicals	Covestro AG		XRG P.J.S.C		Strategic	14,030.7	15.3x	1.0x
2023	Specialty Chemicals	Chase Corporation		KKR & Co. Inc.		Financial	1,235.0	13.6x	3.4x
2023	Specialty Chemicals	Beardow & Adams (Adhesives) Limited		H.B. Fuller Company		Strategic	92.8	n/a	0.7x
2023	Chemical Distribution	HISCO, Inc.		Distribution Solutions Group, Inc.		Strategic	248.9	9.3x	0.7 x
2023	Chemical Distribution	Univar Solutions Inc.		Apollo Inc.; Abu Dhabi Investment Authority		Financial	7,948.7	7.3x	0.7x
2022	Specialty Chemicals	Delta Kunststoffe AG		Kafrit Industries	*	Strategic	8.31	n/a	n/a
2022	Specialty Chemicals	Seal It Services Limited		Astral Limited	0	Strategic	6.0	7.5x	1.1x
2022	Commodity Chemicals	Nucera Solutions LLC		Chase Corporation		Strategic	245.9	11.9x	3.0x
2022	Specialty Chemicals	Gross & Perthun GmbH & Co. KG		The Sherwin–Williams Company		Strategic	n/a	n/a	n/a
2022	Specialty Chemicals	Perstorp Holding AB	+	PETRONAS Chemicals International B.V.		Strategic	2,333.9	8.7x	1.6x
2022	Specialty Chemical	ATP adhesive systems AG	+	Arsenal Capital Management LP		Financial	n/a	n/a	n/a
2022	Specialty Chemicals	Apollo Chemicals Ltd.		H.B. Fuller Company		Strategic	184.4	n/a	n/a
2022	Specialty Chemicals	Fourny NV		H.B. Fuller Company		Strategic	16.3	7.6x	2.0x
2021	Specialty Chemicals	Hexion Holdings Corporation		American Securities LLC		Financial	3,201.7	8.5x	1.2x
2021	Specialty Chemicals	Cromology SAS		Duluxgroup (Investments) Pty. Ltd	*	Strategic	1,072.0	n/a	0.8x
2021	Specialty Chemicals	Performance Adhesives Business of Ashland LLC		Arkema S.A		Strategic	1,135.1	18.0x	1.8x
						Average	2199.0	11.0x	1.5x

Our key takeaways



The Chemicals— and Health Care industry display a major decline in deal activity at the start of 2025 driven by global political uncertainty, while MedTech and Pharma on the other hand post a stable to strong Q125, not having been affected by the global turmoil, yet



Trading multiples experienced increased volatility in Q125, with total valuation levels decreasing as a reflection of the underlying changes in the broader stock market



Despite deal activity of some industries appearing to have been negatively affected by the global turmoil already, overall deal values are in line with previous quarters and it remains to be seen how deal activity will develop in Q2 25



PE activity in Q125 off to a moderate start on YoY comparison. MedTech with the strongest uptick in PE activity for a second quarter in a row

Next M&A Quarterly: Q3/2025

Edition Focus: Current state of the European Pharma industry

Our Team



Alexander Wenzel
Partner, Frankfurt
+49 160 5361796
alexander.wenzel@ebnerstolz.de
M&A | Chemicals, Pharma, MedTech



Pranshu Rohatgi Senior Manager, Frankfurt +49 151 1573 4843 pranshu.rohatgi@ebnerstolz.de M&A | Chemicals, Pharma, MedTech



André Laner Partner, Cologne +49 162 2140764 andre.laner@ebnerstolz.de M&A



Michael Euchner
Partner, Stuttgart
+49 172 7322029
michael.euchner@ebnerstolz.de
M&A

RSM Ebner Stolz Management Consultants GmbH

Kronenstraße 30 70174 Stuttgart Tel. +49 711 2049-0 Fax +49 711 2049-1333 info@ebnerstolz.de

RSM Ebner Stolz ist Mitglied des RSM-Netzwerks und firmiert als RSM. RSM ist der Handelsname, der von den Mitgliedern des RSM-Netzwerks verwendet wird. Jedes Mitglied des RSM-Netzwerks ist eine unabhängige Wirtschaftsprüfungs-, Steuerberatungs- und Unternehmensberatungsgesellschaft, die jeweils eigenständig tätig ist. Das RSM-Netzwerk selbst ist keine eigenständige juristische Person in irgendeiner Rechtsordnung.

Das RSM-Netzwerk wird von RSM International Limited verwaltet, einem in England und Wales eingetragenen Unternehmen (Unternehmensnummer 4040598) mit Sitz in 50 Cannon Street, London EC4N 6JJ.

Die Marke und das Warenzeichen RSM sowie andere von den Mitgliedern des Netzwerks genutzte geistige Eigentumsrechte sind Eigentum der RSM International Association, einem Verein nach Artikel 60 ff. des Schweizerischen Zivilgesetzbuches mit Sitz in Zug.

© RSM Ebner Stolz Management Consultants 2025