

The Berke Report M&A Updates: for the Fourth Week of April 2023

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- 04.27.23 Starton Therapeutics Inc. and Healthwell Acquisition Corp. I to Combine and Create Publicly Traded Leader in Proprietary Continuous Delivery Technology for Cancer Treatments (PR)
 - Starton's strategic platform focuses on developing proprietary continuous delivery technology to achieve transformative patient outcomes and decrease costs in the healthcare system. Combined company will have an estimated post-transaction enterprise value of \$339 million and equity value of \$374 million, assuming a share price at closing of \$10.15. \$50 million in targeted net proceeds from the transaction, consisting of cash held in trust and expected PIPE capital raise, to fund required capital for future clinical trials. Following completion of the business combination, which is anticipated during the second half of 2023, shares of Starton are expected to trade on the Nasdaq
- 04.27.23 Quest Diagnostics to pay \$450M to buy liquid biopsy cancer test developer as Q1 revenue drops (medtechdive)
- In addition to paying \$300 million in cash for Haystack, Quest agreed to \$150 million in milestone payments based on the cancer testing company achieving future performance goals. A liquid biopsy is a blood test that detects cancer cells or DNA circulating in the blood. Haystack was founded by Dr. Bert Vogelstein and his team at Johns Hopkins University. Its liquid biopsy technology is based on more than two decades of pioneering research that aims to help inform clinical interventions and create customized treatment plans for patients with cancer, Quest said.
- 04.27.23 NuVasive Shareholders Approve Merger Agreement with Globus Medical (PR)
 - NuVasive, Inc. (NASDAQ: NUVA), the leader in spine technology innovation, focused on transforming spine surgery
 with minimally disruptive, procedurally integrated solutions, today announced that at the special meeting of
 shareholders held earlier today, its shareholders voted to approve the adoption of the Company's merger agreement
 with Globus Medical (NYSE: GMED). As previously announced, under the terms of the merger agreement, NuVasive
 shareholders will receive 0.75 of a share of Globus Medical Class A common stock for each share of NuVasive
 common stock owned at the closing of the transaction.
- 04.25.23 Assertio Holdings, Inc. to Acquire Spectrum Pharmaceuticals, Inc. in All Stock and CVR Transaction (PR)
- Ounder the terms of the agreement, at closing, Spectrum stockholders will receive a fixed exchange ratio of 0.1783 shares of Assertio common stock for each share of Spectrum common stock they own, implying an upfront value of \$1.14 per Spectrum share (approximately \$248 million) based on Assertio's stock price on April 24, 2023 and an initial 65% premium to Spectrum's closing price on such date. Additionally, Spectrum stockholders will receive one CVR per Spectrum share entitling them to receive up to an additional \$0.20 per share in total (approximately \$43 million), payable in cash or stock at Assertio's election, for \$1.34 (approximately \$291 million), a total potential premium of 94%.
- 04.25.23 Enanta Pharmaceuticals Announces Sale of a Portion of Global Royalties on MAVYRET® (U.S.)/MAVIRET® (ex-U.S.)(Glecaprevir/Pibrentasvir) to OMERS Life Sciences for \$200 Million (PR)
 - Enanta Pharmaceuticals, Inc. (NASDAQ: ENTA), a clinical-stage biotechnology company dedicated to creating small molecule drugs for viral infections, today announced the sale to OMERS, one of Canada's largest defined benefit pension plans, of 54.5% of Enanta's future royalty payments from AbbVie Inc. on worldwide sales of MAVYRET®/MAVIRET®. The purchase price paid to Enanta was \$200 million. OMERS right to receive royalty payments is based on net sales of the product beginning in July 2023 through June 2032, with total payments capped at 1.42 times the purchase price. Enanta retains 45.5% of all royalties until the cap is hit, at which point 100% of all further royalties revert to Enanta.
- 04.20.23 Trinity Biotech Announces the \$30 Million Sale of its Life Sciences Supply Business to Biosynth (PR)
- Trinity Biotech plc (Nasdaq: TRIB) (the "Company"), a leading developer and manufacturer of diagnostic solutions for the point-of-care and clinical laboratory markets, today announced it has entered into an agreement to sell its Fitzgerald Industries life sciences supply business, consisting of Benen Trading Ltd and Fitzgerald Industries International, Inc, to Biosynth for cash proceeds of approximately \$30 million subject to customary adjustments. Biosynth is owned, amongst others, by KKR, Ampersand Capital Partners and management. The sale is expected to close in April 2023.