Opko Health, Inc. Form 4 January 03, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * FROST PHILLIP MD ET AL Symbol (Last) (First) (Middle) 3. Date of Earliest Transaction

OPKO HEALTH, INC., 4400 BISCAYNE BLVD.

(Street)

2. Issuer Name and Ticker or Trading

Opko Health, Inc. [OPK]

(Month/Day/Year) 01/02/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

(Check all applicable)

_X__ Director X__ 10% Owner X_ Officer (give title _ Other (specify below) CEO & Chairman

6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person

X_ Form filed by More than One Reporting Person

MIAMI, FL 33137 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	omr Dispos (Instr. 3,	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock							1,987,500	D	
Common Stock	01/02/2014		P	200	A	\$ 8.3297	137,742,059	I	See Footnote
Common Stock	01/02/2014		P	1,800	A	\$ 8.33	137,743,859	I	See Footnote
Common Stock	01/02/2014		P	2,500	A	\$ 8.35	137,746,359	I	See Footnote (1)

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Common Stock	01/02/2014	P	1,400	A	\$ 8.3877	137,747,759	I	See Footnote
Common Stock	01/02/2014	P	5,100	A	\$ 8.39	137,752,859	I	See Footnote (1)
Common Stock	01/02/2014	P	2,500	A	\$ 8.4	137,755,359	I	See Footnote (1)
Common Stock	01/02/2014	P	6,000	A	\$ 8.4203	137,761,359	I	See Footnote (1)
Common Stock	01/02/2014	P	16,100	A	\$ 8.4315	137,777,459	I	See Footnote (1)
Common Stock	01/02/2014	P	2,700	A	\$ 8.44	137,780,159	I	See Footnote (1)
Common Stock	01/02/2014	P	2,500	A	\$ 8.46	137,782,659	I	See Footnote (1)
Common Stock	01/02/2014	P	4,900	A	\$ 8.48	137,787,559	I	See Footnote (1)
Common Stock	01/02/2014	P	5,500	A	\$ 8.49	137,793,059	I	See Footnote (1)
Common Stock						15,490,546	I	See Footnote

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security or (Instr. 3) Pr	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or	· }	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	

Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Title Amount Date or

Amount or Number

Shares

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
FROST PHILLIP MD ET AL OPKO HEALTH, INC. 4400 BISCAYNE BLVD. MIAMI, FL 33137	X	X	CEO & Chairman					
Frost Gamma Investments Trust 4400 BISCAYNE BLVD. MIAMI, FL 33137		X						

Signatures

Phillip Frost, M.D., Individually and as Trustee

01/03/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general

- (1) partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- These securities are owned directly by The Frost Group, LLC. Frost Gamma Investments Trust is a principal member of The Frost Group, LLC. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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