Edgar Filing: FROST PHILLIP MD ET AL - Form 4

FROST PHILLIP MD ET AL Form 4 May 22, 2012 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 Form 5 obligations may continue. See Instruction 1(b). OMB APPROVAL Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Stot 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b). OMB APPROVAL												
(Print or Type Responses)												
FROST PHILLIP MD ET AL Symbol				Ticker or	Tradir	ıg	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)	Opko Health, Inc. [Virst) (Middle) 3. Date of Earliest Trans					(Check	ck all applicable)				
OPKO HEA BISCAYNE	Day/Year) 2012				_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) CEO & Chairman							
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)							 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting 					
MIAMI, FL							Person					
(City)	(State) (Zip)		e I - Non-E 3.			-	uired, Disposed of		-			
1.Title of Security (Instr. 3)	(Month/Day/Year) Execut any	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)				equired l of (D) 5)	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)			
			Code V	Amount	(D)	Price	(IIISU: 5 and 4)		See			
Common Stock	05/21/2012		Р	7,100	А	\$ 4.52	112,104,454	Ι	Footnote (1)			
Common Stock	05/21/2012		Р	12,200	А	\$ 4.53	112,116,654	Ι	See Footnote (1)			
Common Stock	05/21/2012		Р	200	А	\$ 4.54	112,116,854	Ι	See Footnote (1)			
Common Stock	05/21/2012		Р	500	А	\$ 4.55	112,117,354	Ι	See Footnote			

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Common Stock							15,490,:	546 I		(1) See Foo (2)	otnote	
Reminder: R	teport on a sep	Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.										
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction (Month/Day/Y	'Year) E a	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repor	Reporting Owners											
Reportin	ng Owner Nam	ne / Address	Direct		lationships Officer		Other					
OPKO HI	PHILLIP MI EALTH, IN CAYNE BL	JC.	X			: Chairmai						

Х

05/22/2012

Date

MIAMI, FL 33137

MIAMI, FL 33137

Signatures

Trustee

Frost Gamma Investments Trust 4400 BISCAYNE BLVD.

Phillip Frost, M.D., Individually and as

**Signature of Reporting Person

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 partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost

(1) particle of Prost Gamma E.T. is Prost Gamma, inc., and the sole shareholder of Prost Gamma, inc. is Prost-revada Corporation. Dr. Prost Gamma, inc. is Prost-revada Corporation. Dr. Prost 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,

(2) 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.