# FORM 4

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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses) 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading Symbol (Check all applicable) FROST PHILLIP MD ET AL Opko Health, Inc. [OPK] \_X\_ 10% Owner (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (First) X Officer (give title below) Other (specify below) OPKO HEALTH, INC., 4400 BISCAYNE CEO & Chairman 10/11/2012 BLVD. (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 Person MIAMI, FL 33137 (State) (City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2. Transaction 2A Deemed 3. Transaction 4. Securities Acquired Amount of Securities 7. Nature (Instr. 3) Date Execution Date, if Code (A) or Disposed of (D) Beneficially Owned Following Ownership of Indirect (Month/Day/Year any (Instr. 8) (Instr. 3, 4 and 5) Reported Transaction(s) Form: Beneficial (Month/Day/Year) (Instr. 3 and 4) Direct (D) Ownership or Indirect (Instr. 4) (A) or (I) (D) Price (Instr. 4) Code Amount See 10/11/2012 P 3,491 117,686,745 Common Stock Α Footnote 4.24 (1) See 10/11/2012 P 100 Common Stock 117,686,845 Footnote 4.245 (1)See 16,409 A 10/11/2012 P Common Stock 117,703,254 Footnote 4.25 (1)See Common Stock 10/11/2012 P 700 117,703,954 Footnote 4.255 (1)See Common Stock 10/11/2012 P 16,200 A 117,720,154 Footnote 4.26 (1) See Common Stock 10/11/2012 P 10,800 A 117,730,954 Footnote 4.265 <u>(1)</u> See Common Stock 10/11/2012 P 26,200 A 117,757,154 Footnote 4.27 (1) See 10/11/2012 P Common Stock 600 A 117,757,754 Footnote 4.28 <u>(1)</u> See Common Stock 10/11/2012 P 500 A 117,758,254 Footnote 4.29 (1)See 10/11/2012 P Common Stock 500 \$ 4.3 117,758,754 Footnote (1) See Common Stock 10/11/2012 P 600 117,759,354 Footnote 4.31 (1) See Common Stock 10/11/2012 P 100 A 117,759,454 Footnote 4.315 (1) See Common Stock 10/11/2012 P 6,400 A Footnote 117,765,854 4.32 (1) See Common Stock 10/11/2012 P 100 117,765,954 A Footnote 4.325 (1) See Common Stock 10/11/2012 P 4,100 A 117,770,054 Footnote 4.33 <u>(1)</u>

Common Stock	10/11/2012	Р	1	10,705		\$ 4.34	117,780,759	I	See Footnote
Common Stock	10/11/2012	P	3	300	A	\$ 4.345	117,781,059	I	See Footnote
Common Stock	10/11/2012	P	5	5,195	A	\$ 4.35	117,786,254	I	See Footnote (1)
Common Stock	10/11/2012	P	5	500		\$ 4.36	117,786,754	I	See Footnote (1)
Common Stock	10/11/2012	P	1	1,000	A	\$ 4.37	117,787,754	I	See Footnote
Common Stock	10/11/2012	P	5	500	A	\$ 4.38	117,788,254	I	See Footnote
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 (9contained in this form are not 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	2.	3. Transaction	3A. Deemed	4.		5. Nu	mber	<ol><li>Date Exer</li></ol>	cisable	7. Tit	tle and	8. Price of	9. Number of	10.	11. Nature	ı
Derivative	Conversion	Date	Execution Date, if	Transactio	on	of		and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect	ı
Security	or Exercise	(Month/Day/Year)	any	Code		Deriv	ative	(Month/Day	/Year)	Unde	erlying	Security	Securities	Form of	Beneficial	ı
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Secur	ities			Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership	ı
	Derivative					Acqui	ired			(Insti	r. 3 and		Owned	Security:	(Instr. 4)	ı
	Security					(A) or	r			4)			Following	Direct (D)		ı
						Dispo	sed						Reported	or Indirect		ı
						of (D)	)						Transaction(s)	(I)		ı
						(Instr.	. 3,						(Instr. 4)	(Instr. 4)		ı
						4, and	15)									ı
											Amount					ı
								Б.,	ъ:		or					ı
								Date	Expiration	Title	Number					ı
								Exercisable	Date		of					ı
				Code V	V	(A)	(D)				Shares					ı

## **Reporting Owners**

Barrella Orana Nama / Addams	Relationships								
Reporting Owner Name / Address	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	10/12/2012
**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 partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole (1) shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims

(1) 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

(2) 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.

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see} \ {\it Instruction} \ 6 \ {\it for procedure}.$ 

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#### JOINT FILER INFORMATION

Name: Frost Gamma Investments Trust

Address:

4400 Biscayne Blvd. Miami, FL 33137

Designated Filer: Phillip Frost, M.D.

Issuer Name and Ticker Symbol: OPKO Health, Inc. (OPK)

Date of Earliest Transaction: October 11, 2012

Relationship to Issuer: 10% Owner

FROST GAMMA INVESTMENTS TRUST

By: /s/ Phillip Frost, M.D., as Trustee Phillip Frost, M.D., Trustee