

# FORM 4

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

### OMB APPROVAL

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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)


1. Name and Address of Reporting Person * FROST PHILLIP MD ET AL			2. Issuer Name and Ticker or Trading Symbol Opko Health, Inc. [OPK]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO & Chairman		
(Last) OPKO HEALTH, INC., 4400 BISCAYNE BLVD.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/19/2012					
(Street) MIAMI, FL 33137			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table 1 - 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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	(A) or (D)	Price			
Common Stock	10/19/2012		P		1,200	A	\$ 4.3962	117,789,454	I	See Footnote (1)
Common Stock	10/19/2012		P		4,700	A	\$ 4.4	117,794,154	I	See Footnote (1)
Common Stock	10/19/2012		P		3,429	A	\$ 4.41	117,797,583	I	See Footnote (1)
Common Stock	10/19/2012		P		3,500	A	\$ 4.42	117,801,083	I	See Footnote (1)
Common Stock	10/19/2012		P		6,100	A	\$ 4.4316	117,807,183	I	See Footnote (1)
Common Stock	10/19/2012		P		4,400	A	\$ 4.4419	117,811,583	I	See Footnote (1)
Common Stock	10/19/2012		P		5,200	A	\$ 4.451	117,816,783	I	See Footnote (1)
Common Stock	10/19/2012		P		12,100	A	\$ 4.4603	117,828,883	I	See Footnote (1)
Common Stock	10/19/2012		P		26,300	A	\$ 4.4703	117,855,183	I	See Footnote (1)
Common Stock	10/19/2012		P		12,000	A	\$ 4.4808	117,867,183	I	See Footnote (1)
Common Stock	10/19/2012		P		12,405	A	\$ 4.4907	117,879,588	I	See Footnote (1)
Common Stock	10/19/2012		P		7,266	A	\$ 4.5001	117,886,854	I	See Footnote (1)
Common Stock	10/19/2012		P		1,100	A	\$ 4.51	117,887,954	I	See Footnote (1)
Common Stock	10/19/2012		P		300	A	\$ 4.52	117,888,254	I	See Footnote (1)
Common Stock	10/19/2012		P		200	A	\$ 4.535	117,888,454	I	See Footnote (1)



MIAMI, FL 33137				
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## Signatures

Phillip Frost, M.D., Individually and as Trustee		10/22/2012
 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 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.
- (1) 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.
- (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, *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.

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 19, 2012

Relationship to Issuer: 10% Owner

FROST GAMMA INVESTMENTS TRUST

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