# FORM 4

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

OMB APPROVAL
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<u>(1)</u>

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 08/12/2014 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 3. Transaction 1. Title of Security 2. Transaction 2A. Deemed 4. Securities Acquired Amount of Securities 7 Nature (Instr. 3) Date Execution Date, it 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 (A) or Indirect (Instr. 4) (I) or (D) Price (Instr. 4) Code Amount D Common Stock 2,012,377 See 142,515,408 Common Stock 08/12/2014 P 100 A Footnote 8.869 (1) See Common Stock 08/12/2014 P 2.000 Α 142,517,408 Footnote 8.8699 (1) See P \$ 8.87 Common Stock 08/12/2014 900 A 142,518,308 Footnote <u>(1)</u> See Common Stock 08/12/2014 P 100 A 142,518,408 Footnote 8.875 (1)See Common Stock 08/12/2014 P 100 A 142,518,508 Footnote 8.879 (1) See Common Stock 08/12/2014 P 6,900 \$ 8.88 142,525,408 Footnote (1) See Common Stock 08/12/2014 P A 6,650 \$ 8.89 142,532,058 Footnote (1) See Common Stock 08/12/2014 P 100 Α 142.532.158 Footnote 8.899 (1) See Common Stock 08/12/2014 P 7.550 A \$ 8.9 142,539,708 Footnote (1) See Common Stock 08/12/2014 P 500 Α 142,540,208 Footnote 8.905 (1)See Common Stock 08/12/2014 P 100 A 142,540,308 Footnote 8.909 (1) See Common Stock 08/12/2014 P 3,300 \$ 8.91 142,543,608 Footnote (1)See Common Stock 08/12/2014 P 300 A 142,543,908 Footnote 8.915 (1) See Common Stock 08/12/2014 P 1,400 \$ 8.92 142,545,308 Footnote (1)See Common Stock 08/12/2014 P 900 142,546,208 8.9499 Footnote

08/12/2014 08/12/2014 08/12/2014 08/12/2014 08/12/2014 08/12/2014 08/12/2014		P P P P	2,100 100 2,900 648 2,548 100 5,604	A A A A	\$ 8.9775 \$ 8.98 \$ 9.015	142,548,308 142,548,408 142,551,308 142,551,956 142,554,504 142,554,604 142,560,208	I I I I I I I I I I	See Footnote (1)
08/12/2014 08/12/2014 08/12/2014 08/12/2014 08/12/2014		P P P	2,900 648 2,548 100 5,604	A A A	\$ 8.98 \$ 8.98 \$ 9.015 \$ 9.02	142,551,308 142,551,956 142,554,504 142,554,604	I I I I I	Footnote (1)  See Footnote (1)
08/12/2014 08/12/2014 08/12/2014 08/12/2014		P P P	648 2,548 100 5,604	A A	\$ 9.015 \$ 9.02 \$ 9.029	142,551,956 142,554,504 142,554,604	I I I I	Footnote (1)  See Footnote (1)  See Footnote (1)  See Footnote (1)  See Footnote (1)
08/12/2014 08/12/2014 08/12/2014		P P	2,548	A	\$ 9.02 \$ 9.029	142,554,504 142,554,604	I I I	Footnote (1) See Footnote (1) See Footnote (1) See Footnote
08/12/2014		P P	5,604	A	\$ 9.029	142,554,604	I I	Footnote (1) See Footnote (1) See
08/12/2014		P	5,604				I	Footnote (1) See
				A	\$ 9.03	142,560,208	I	
08/12/2014		Р						<u>(1)</u>
			100	A	\$ 9.039	142,560,308	I	See Footnote
08/12/2014		P	5,000	A	\$ 9.05	142,565,308	I	See Footnote
08/12/2014		Р	100	A	\$ 9.0675	142,565,408	I	See Footnote
08/12/2014		P	300	A	\$ 9.0699	142,565,708	I	See Footnote
08/12/2014		P	7,600	A	\$ 9.07	142,573,308	I	See Footnote (1)
08/12/2014		P	5,000	A	\$ 9.11	142,578,308	I	See Footnote
						15,490,546	I	See Footnote
for each class of sec	urities beneficially	owned direc	etly or					(2)
(	08/12/2014 08/12/2014 08/12/2014	08/12/2014 08/12/2014 08/12/2014	08/12/2014 P 08/12/2014 P 08/12/2014 P	08/12/2014 P 300 08/12/2014 P 7,600	08/12/2014 P 300 A 08/12/2014 P 7,600 A 08/12/2014 P 5,000 A	9.0675  9.0675  P 300 A \$ 9.0699  08/12/2014 P 7,600 A \$ 9.07  08/12/2014 P 5,000 A \$ 9.11	P 300 A \$ 9.0673 08/12/2014 P 7,600 A \$ 9.07 142,573,308 08/12/2014 P 5,000 A \$ 9.11 142,578,308 15,490,546	P 300 A \$ 9.0699 142,565,708 I  08/12/2014 P 7,600 A \$ 9.07 142,573,308 I  08/12/2014 P 5,000 A \$ 9.11 142,578,308 I  15,490,546 I

Reminder: Report on a separate line for each class of securities beneficially owned dire indirectly.	ectly or		
	contained in th	respond to the collection of information nis form are not required to respond unless ays a currently valid OMB control number.	SEC 1474 (9- 02)

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

Security (Instr. 3)	Conversion	Date (Month/Day/Year)	Execution Date, if	Code	on (	of Deriva Securi Acquir (A) or Dispos of (D) (Instr.	ntive ties red sed			Amount of Underlying Deriv		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
				Code		(A)	,	Excreisable	Expiration Date	Title	Amount or Number of Shares				

## **Reporting Owners**

D # 0 N /AII	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	08/13/2014	
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 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 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, 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: August 12, 2014

Relationship to Issuer: 10% Owner

FROST GAMMA INVESTMENTS TRUST

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