## 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).

(Print or Type Responses)

#### 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

| 1. Name and Address of Reporting Person* FROST PHILLIP MD ET AL |   |                 |   | Onko Health Inc [OPK]  |                    |   |          |           | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner |  |  |  |   |                  |
|---|---|-----------------|---|--|--------------------|---|----------|-----------|---|--|--|--|---|------------------|
| OPKO HEALTH, INC., 4400 BISCAYNE BLVD.                          |   |                 |   |  |                    |   |          |           | X Office  | er (give title bel<br>C  | ow)<br>EO & Chair  | Other (specify<br>man                            | pelow)                                  |                  |
| (Street) MIAMI, FL 33137  |   |                 |   | Forn   |                    |   |          |           | Form file   | ividual or Joint/Group Filing(Check Applicable Line) m filed by One Reporting Person m filed by More than One Reporting Person |  |  |   |                  |
| (City   |   | (State)         | (Zip)   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial |                    |   |          |           | Beneficially  | Owned  |  |  |   |                  |
| 1.Title of S<br>(Instr. 3)                                      | 1. Title of Security 2. Transaction Date (Month/Day/Year)                 |                 | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | f Code<br>(Instr. 8)   |                    | 4. Securities Acquire (A) or Disposed of (I (Instr. 3, 4 and 5) |          | of (D)    |   |  | Following  | 6. Ownership Form: Direct (D) or Indirect        |   |                  |
|   |   |                 |   |  | Code               | V   | Amount   | or<br>(D) | Price   |  |  |  | (I)<br>(Instr. 4)                       | (111511.4)       |
| Common  | Stock   |                 |   |  |                    |   |          |           |   | 3,068,9  | 51   |  | D                                       |                  |
| Common  | Stock   |                 | 05/30/2019  |  | P                  |   | 19,915   | A         | \$<br>1.855   | 29,112,  | 092  |  | I                                       | See Footnote (1) |
| Common  | Common Stock  |                 | 05/30/2019  |  | P                  |   | 6,085    | A         | \$<br>1.86  | 29,118,177   |  | I  | See Footnote (1)                        |                  |
| Common  | ı Stock   |                 | 05/30/2019  |  | P                  |   | 8,000    | A         | \$<br>1.87  | 29,126,  | 177  |  | I                                       | See Footnote (1) |
| Common  | ı Stock   |                 | 05/30/2019  |  | P                  |   | 15,922   | A         | \$<br>1.875   | 29,142,  | 099  |  | I                                       | See Footnote (1) |
| Common  | ı Stock   |                 | 05/30/2019  |  | P                  |   | 78       | A         | \$<br>1.88  | 29,142,  | 177  |  | I                                       | See Footnote (1) |
| Common  | ı Stock   |                 |   |  |                    |   |          |           |   | 164,234  | 1,443  |  | I                                       | See Footnote (2) |
| Common Stock  |   |                 |   |  |                    |   |          |           | 20,091,062  |  | I  | See Footnote (3)                                 |   |                  |
| Reminder:   | Report on a s   | separate line f | for each class of secu                                      | rities beneficially o  |                    | Pers  | sons who | resp      | orm are   | e not requ   |  | ormation<br>spond unle                           | ss                                      | 1474 (9-02)      |
|   |   |                 |   | Derivative Securit   |                    |   |          |           |   |  |  |  |   |                  |
| Security  | Title of 2. 3. Transaction 3A. Deemed Execution Date (Month/Day/Year) any |                 | 4. Transaction Code   | 5.   | 6. D<br>and<br>(Mo | and Expiration Date (Month/Day/Year)  Am Unc Sec                |          |           | ritle and<br>ount of<br>derlying<br>urities<br>tr. 3 and  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | 9. Number<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Owners Form o Derivat Security Direct ( or Indir | ive y: (Instr. 4) (Ownership (Instr. 4) |                  |
|   |   |                 |   |  |                    |   |          |           |   |  |  |  |   |                  |

|  | Code V (A) | Date Expiration Date (D) | Amount or Number of Shares |  |
|--|------------|--------------------------|----------------------------|--|
|--|------------|--------------------------|----------------------------|--|

## **Reporting Owners**

|   | Relationships |              |                |       |  |  |  |
|---|---------------|--------------|----------------|-------|--|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer        | Other |  |  |  |
| FROST PHILLIP MD ET AL<br>OPKO HEALTH, INC.<br>4400 BISCAYNE BLVD.<br>MIAMI, FL 33137 | X             | X            | CEO & Chairman |       |  |  |  |
| Frost Nevada Investments Trust<br>4400 BISCAYNE BLVD.<br>MIAMI, FL 33137              |               | X            |                |       |  |  |  |

#### **Signatures**

| Phillip Frost, M.D., Individually and as Trustee | 05/31/2019 |
|--|------------|
| **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).
- These securities are held by Frost Nevada Investments Trust, of which the Reporting Person is the trustee and Frost-Nevada, L.P. is the sole and exclusive beneficiary. The Reporting Person is one of five limited partners of Frost-Nevada, L.P. and the sole shareholder of Frost-Nevada Corporation, the sole general partner of Frost-Nevada, L.P. 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.
  - 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
- (2) 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 (3) 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
- (3) 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 Nevada 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: May 30, 2019

Relationship to Issuer: 10% Owner

FROST NEVADA INVESTMENTS TRUST

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