

FROST PHILLIP MD ET AL  
Form 4  
October 02, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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, Section 17(a) of the Public Utility Holding Company Act of 1935 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)

(Last) (First) (Middle)  
OPKO HEALTH, INC., 4400 BISCAYNE BLVD.

3. Date of Earliest Transaction (Month/Day/Year)  
10/01/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO & Chairman

(Street)  
MIAMI, FL 33137

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - 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)
Common Stock	10/01/2012		P	100 A \$ 4.105	116,879,954	I	See Footnote (1)
Common Stock	10/01/2012		P	4,200 A \$ 4.1104	116,884,154	I	See Footnote (1)
Common Stock	10/01/2012		P	11,674 A \$ 4.12	116,895,828	I	See Footnote (1)
Common Stock	10/01/2012		P	9,570 A \$ 4.13	116,905,398	I	See Footnote

Common Stock	10/01/2012	P	15,779	A	\$ 4.1409	116,921,177	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	21,435	A	\$ 4.1507	116,942,612	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	43,642	A	\$ 4.1601	116,986,254	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	12,400	A	\$ 4.1701	116,998,654	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	67,800	A	\$ 4.18	117,066,454	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	3,400	A	\$ 4.19	117,069,854	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	13,300	A	\$ 4.2003	117,083,154	I	(1) See Footnote (1)
Common Stock	10/01/2012	P	9,200	A	\$ 4.21	117,092,354	I	(1) See Footnote (1)
Common Stock						15,490,546	I	(2) See Footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays 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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
--	--	--------------------------------------	--	--------------------------------	--	--	---	--	---

