

FROST PHILLIP MD ET AL
Form 4
May 21, 2013

FORM 4

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

OMB APPROVAL

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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

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

MIAMI, FL 33137

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Opko Health, Inc. [OPK]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	05/20/2013		P	3,500 A	\$ 7.0014 125,600,544	I	See Footnote (1)
Common Stock	05/20/2013		P	600 A	\$ 7.015 125,601,144	I	See Footnote (1)
Common Stock	05/20/2013		P	9,300 A	\$ 7.0218 125,610,444	I	See Footnote (1)
Common Stock	05/20/2013		P	10,200 A	\$ 7.03 125,620,644	I	See Footnote

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Common Stock	05/20/2013	P	1,100	A	\$ 7.04	125,621,744	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	3,000	A	\$ 7.05	125,624,744	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	500	A	\$ 7.07	125,625,244	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	2,200	A	\$ 7.09	125,627,444	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	6,800	A	\$ 7.1059	125,634,244	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	3,700	A	\$ 7.1103	125,637,944	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	4,200	A	\$ 7.1201	125,642,144	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	1,400	A	\$ 7.1338	125,643,544	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	2,703	A	\$ 7.1449	125,646,247	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	2,691	A	\$ 7.15	125,648,938	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	100	A	\$ 7.16	125,649,038	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	300	A	\$ 7.17	125,649,338	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock	05/20/2013	P	2,106	A	\$ 7.18	125,651,444	I	<u>(1)</u> See Footnote <u>(1)</u>
Common Stock						15,490,546	I	<u>(2)</u> See Footnote <u>(2)</u>

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owner of these securities for purposes of Section 16 or for any other purpose.

- (2) 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.

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.