

# OPKO HEALTH, INC. Reported by FROST GAMMA INVESTMENTS TRUST

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 07/28/17 for the Period Ending 07/27/17

Address 4400 BISCAYNE BLVD.

MIAMI, FL, 33137

Telephone 305-575-4181

CIK 0000944809

Symbol OPK

SIC Code 2834 - Pharmaceutical Preparations

Industry Pharmaceuticals

Sector Healthcare

Fiscal Year 12/31



[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * |                        |              |        |                            | 2.   |                           |          |                              |           |                                     |            |                  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)      |                              |                           |                         |  |
|---|------------------------|--------------|--------|----------------------------|--|---------------------------|----------|------------------------------|-----------|-------------------------------------|------------|------------------|--|--|------------------------------|---------------------------|-------------------------|--|
| FROST PHILLIP MD ET AL                    |                        |              |        |                            | O  | Opko Health, Inc. [ OPK ] |          |                              |           |                                     |            |                  |  | (Check an applicable)  |                              |                           |                         |  |
|   |                        |              |        | 3.                         | 3. Date of Earliest Transaction (MM/DD/YYYY) |                           |          |                              |           |                                     |            |                  | X Director X 10% O   |  |                              |                           |                         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  | Officer (give title below) Other (specify beloe CEO & Chairman |  |                              |                           |                         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  |  |  |                              |                           |                         |  |
| 210 0111112                               | (Stre                  | et)          |        |                            | 4.   | If An                     | nendme   | ent, Date C                  | )rigi     | nal File                            | ed (MM/D   | D/YYY            | Y) 6. Individual   | or Joint/G   | roup Filing (                | (Check Appl               | icable Line)            |  |
| MIAMI, FL                                 | 33137                  |              |        |                            |  | -                         |          |                              |           |                                     |            |                  | Form filed by  | Form filed by One Reporting Person   |                              |                           |                         |  |
| ,   | ity) (Sta              | te) (Zi      | p)     |                            |  |                           |          |                              |           |                                     |            |                  | X Form filed   | by More than   | One Reporting                | Person                    |                         |  |
|   |                        |              |        |                            | •  |                           |          |                              |           |                                     |            |                  | •  |  |                              |                           |                         |  |
| 1.00                                      |                        |              | Table  |                            |  | _                         |          |                              |           |                                     |            |                  | Beneficially Own   |  |                              | 6.                        | - N                     |  |
| 1. Title of Security (Instr. 3)           |                        |              |        | 2. Tra                     | ıns. Date                                    | 2A. Deemed<br>Execution   |          | 3. Trans. Code<br>(Instr. 8) |           | 4. Securities Acquor Disposed of (D |            |                  | Following Reported   | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) |                              |                           | 7. Nature of Indirect   |  |
|   |                        |              |        |                            | Date, if any                                 |                           |          |                              | (Instr. 3 | 3, 4 and 5)                         |            | (Instr. 3 and 4) |  |  | Form:<br>Direct (D)          | Beneficial<br>Ownership   |                         |  |
|   |                        |              |        |                            |  |                           |          | Code                         | V         | A                                   | (A) or     | Derica           |  |  |                              | or Indirect (I) (Instr.   | (Instr. 4)              |  |
| Common Stock                              |                        |              |        |                            |  |                           |          | Code                         | V         | Amoun                               | (D)        | Price            | 3  | 068951   |                              | 4)<br><b>D</b>            |                         |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 1000                                | A          | \$6.29           | 16   | 3834343  |                              | I                         | See<br>Footnote         |  |
|   |                        |              |        |                            |  |                           |          |                              |           | 1000                                |            | \$0.2°           |  |  |                              | -                         | <u>(1)</u>              |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 1000                                | A          | \$6.30           | 16   | 3835343  |                              | I                         | See<br>Footnote         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  |  |  |                              |                           | (1)<br>See              |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 1000                                | A          | \$6.31           | 16   | 3836343  |                              | I                         | Footnote (1)            |  |
| Common Stock                              |                        |              |        | 7/25                       | 7/2017                                       |                           |          | P                            |           | 3000                                | A          | \$6.32           | 14   | 3839343  |                              | I                         | See<br>Footnote         |  |
| Common Stock                              |                        |              |        | 1/21                       | 7/2017                                       |                           |          | r                            |           | 3000                                | A          | 30.32            | 10   | 3037343  |                              | 1                         | <u>(1)</u>              |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 1000                                | A          | \$6.33           | 16   | 3840343  |                              | I                         | See<br>Footnote         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  | +  |  |                              |                           | (1)<br>See              |  |
| Common Stock 7/27/2                       |                        |              | 7/2017 |                            |  | P                         |          | 6828                         | A         | \$6.335                             | 16         | 3847171          |  | I  | Footnote (1)                 |                           |                         |  |
| Common Stock 7/27/201                     |                        |              | 7/2017 | 7                          |  | P                         |          | 4372                         | A         | \$6.34                              | 16         | I                | See<br>Footnote  |  |                              |                           |                         |  |
| Common Stock                              |                        |              |        | 1/21                       | 7/2017                                       |                           |          | r                            |           | 4372                                | A          | 30.34            | 10   | 3851543  |                              | 1                         | ( <u>1</u> )            |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 3600                                | A          | \$6.38           | 16   | 3855143  |                              | I                         | See<br>Footnote         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  |  |  |                              |                           | (1)<br>See              |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 100                                 | A          | \$6.415          | 16   | 3855243  |                              | I                         | Footnote                |  |
|   |                        |              |        |                            |  |                           |          | _                            |           |                                     | 1          |                  |  |  |                              | _                         | See                     |  |
| Common Stock                              |                        |              |        | 7/27                       | 7/2017                                       |                           |          | P                            |           | 1700                                | A          | \$6.42           | 16   | 3856943  |                              | I                         | Footnote (1)            |  |
| Common Stock                              |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  | 20   | 0091062  |                              | I                         | See<br>Footnote         |  |
|   |                        |              |        |                            |  |                           |          |                              |           |                                     |            |                  |  |  |                              |                           | <u>(2)</u>              |  |
|   | Tahl                   | le II - Deri | ivativ | e Sec                      | urities                                      | Bene                      | ficially | Owned (                      | e.g.      | , puts.                             | calls. w   | arraní           | ts, options, conve   | rtible sec   | urities)                     |                           |                         |  |
| Title of Derivate                         | 2.                     | 3. Trans.    | 3A. De | emed                       | 4. Trans.                                    | ans. Code 5. Num          |          | ber of 6.                    |           | Date Exercisable and 7. Ti          |            |                  | and Amount of  | 8. Price of  | 9. Number of                 |                           | 11. Nature              |  |
| Security (Instr. 3)                       | Conversion or Exercise | Date         |        | ecution<br>te, if any (Ins |  | Acquire                   |          | ed (A) or                    |           | D                                   |            |                  | ies Underlying<br>tive Security                                | Security Security  |                              | Ownership<br>Form of      | Beneficial              |  |
|   | Price of<br>Derivative |              |        |                            |  |                           |          | d of (D)<br>, 4 and 5)       |           | (In:                                |            |                  | 3 and 4)   | (Instr. 5)   | Beneficially<br>Owned        | Derivative<br>Security:   | Ownership<br>(Instr. 4) |  |
|   | Security               |              |        |                            |  |                           |          |                              |           |                                     | Expiration |                  | Amount or Number of  | Follo<br>nount or Number of Repo   |                              | Direct (D)<br>or Indirect |                         |  |
|   |                        |              |        |                            | Code   | V                         | (A)      | (D)                          | Exe       | rcisable                            | Date       | 1 ide            | Shares   |  | Transaction(s)<br>(Instr. 4) | (I) (Instr.<br>4)         |                         |  |

- (1) 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.
- (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.

### **Reporting Owners**

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

#### **Signatures**

| Phillip Frost, M.D. | 7/28/2                  | 017 |   |
|---------------------|-------------------------|-----|---|
| ** Signatu          | are of Reporting Person | Dat | e |

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.

#### 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: July 27, 2017

Relationship to Issuer: 10% Owner

## FROST GAMMA INVESTMENTS TRUST

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