

Opko Health, Inc.  
Form 4  
January 09, 2014

# 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 \*  
BARON ROBERT A

(Last) (First) (Middle)

2401 INGLESIDE AVENUE, SUITE 1D

(Street)

CINCINNATI, OH 45206

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
01/07/2014

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price (A) or (D)  |  |                                   |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 10,000 A \$ 0.89  | 271,000  | D                                 |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 5,000 A \$ 0.71   | 276,000  | D                                 |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 5,000 A \$ 0.67   | 281,000  | D                                 |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 5,000 A \$ 0.32   | 286,000  | D                                 |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 5,000 A \$ 0.4  | 291,000  | D                                 |

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|              |            |  |   |                                 |   |                       |         |   |
|--------------|------------|--|---|---------------------------------|---|-----------------------|---------|---|
| Common Stock | 01/07/2014 |  | M | 5,000                           | A | \$ 0.42               | 296,000 | D |
| Common Stock | 01/07/2014 |  | M | 5,000                           | A | \$ 0.45               | 301,000 | D |
| Common Stock | 01/07/2014 |  | M | 15,000                          | A | \$ 4.88               | 316,000 | D |
| Common Stock | 01/07/2014 |  | M | 25,000                          | A | \$ 4.15               | 341,000 | D |
| Common Stock | 01/07/2014 |  | M | 20,000                          | A | \$ 1.78               | 361,000 | D |
| Common Stock | 01/07/2014 |  | F | <u>28,305</u><br><sup>(1)</sup> | D | \$ 8.35<br><u>(2)</u> | 332,695 | D |

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

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(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) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 0.89  | 01/07/2014                           |  | M                              | 10,000  | 04/27/2004   | 04/26/2014  | Common Stock               | 10,000                     |
| Stock Option (Right to Buy)                | \$ 0.71  | 01/07/2014                           |  | M                              | 5,000   | 07/01/2004   | 06/30/2014  | Common Stock               | 5,000                      |
| Stock Option (Right to Buy)                | \$ 0.67  | 01/07/2014                           |  | M                              | 5,000   | 10/01/2004   | 09/30/2014  | Common Stock               | 5,000                      |

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|                             |         |            |   |        |            |            |              |        |
|-----------------------------|---------|------------|---|--------|------------|------------|--------------|--------|
| Stock Option (Right to Buy) | \$ 0.32 | 01/07/2014 | M | 5,000  | 01/03/2005 | 01/02/2015 | Common Stock | 5,000  |
| Stock Option (Right to Buy) | \$ 0.4  | 01/07/2014 | M | 5,000  | 04/01/2005 | 03/31/2015 | Common Stock | 5,000  |
| Stock Option (Right to Buy) | \$ 0.42 | 01/07/2014 | M | 5,000  | 07/01/2005 | 07/01/2015 | Common Stock | 5,000  |
| Stock Option (Right to Buy) | \$ 0.45 | 01/07/2014 | M | 5,000  | 10/04/2005 | 10/03/2015 | Common Stock | 5,000  |
| Stock Option (Right to Buy) | \$ 4.88 | 01/07/2014 | M | 15,000 | 05/03/2007 | 05/02/2014 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 4.15 | 01/07/2014 | M | 25,000 | 09/19/2008 | 09/18/2014 | Common Stock | 25,000 |
| Stock Option (Right to Buy) | \$ 1.78 | 01/07/2014 | M | 20,000 | 08/01/2009 | 07/31/2015 | Common Stock | 20,000 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARON ROBERT A<br>2401 INGLESIDE AVENUE<br>SUITE 1D<br>CINCINNATI, OH 45206 | X             |           |         |       |

## Signatures

Adam Logal,  
Attorney-in-Fact

01/09/2014

\*\*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).

Represents number of shares withheld by the Company at the direction of the reporting person for the payment of the exercise prices. No

(1) shares of Common Stock were sold by the reporting person in connection with this transaction. The reporting person has retained the net number of shares issued upon the exercise of the options (71,695 shares).

(2) Closing market price of the Company's common stock on the transaction date.

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

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