

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person Hsiao, Ph.D. Jane H			2. Issuer Name and Ticker or Trading Symbol OPKO Health, Inc. [OPK]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) __ X __ Director 10% Owner __ X __ Officer (give title below) Other (specify below) Vice Chairman & CTO	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/06/2015			
OPKO Health, Inc. 4400 Biscayne Blvd.						
(Street) Miami FL 33137			4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) __ X __ Form filed by One Reporting Person __ Form filed by More than One Reporting Person	
(City) (State) (Zip)						

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/06/2015		C (1)		144,823	A	\$7.07 ⁽¹⁾	4,617,404	I	See Footnote ⁽²⁾
Common Stock								24,371,033	D	
Common Stock								1,000,000	I	See Footnote ⁽³⁾
Common Stock								1,000,000	I	See Footnote ⁽⁴⁾
Common Stock								20,091,062	I	Frost Group ⁽⁵⁾

**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)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
3% Convertible Senior Notes due 2033	\$7.07 ⁽¹⁾	08/06/2015		C	(1)		\$1,000,000	04/01/2015 ⁽¹⁾	02/01/2033	Common Stock	144,823	\$ 0	0	I	See Footnote ⁽²⁾

Explanation of Responses:

- (1) The reporting person converted 1,000 3% Convertible Senior Notes due 2033 (the "Notes"), or \$1,000,000 principal amount of Notes on August 6, 2015, at a conversion price of \$7.07 per share based on the conversion rate of 141.4827 shares of Common Stock plus an additional 3.3409 shares for an adjusted conversion rate of 144.8236 shares of Common Stock on the conversion date per \$1,000 principal amount of Notes in accordance with the early conversion provisions in the Indenture, dated as of January 30, 2013, by and between the Issuer and Wells Fargo Bank, N.A. The reporting person's conversion of the Notes resulted in the acquisition of 144,823 shares of Common Stock.
- (2) The securities are owned directly by Hsu Gamma Investment, L.P. Dr. Hsiao is the general partner of Hsu Gamma Investment, 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 the securities for purposes of Section 16 or for any other purpose.
- (3) The securities are held by The Chin Hsiao Family Trust A, of which Jane H. Hsiao, Ph.D. is the trustee.
- (4) The securities are held by The Chin Hsiao Family Trust B, of which Jane H. Hsiao, Ph.D. is the trustee.
- (5) These securities are owned directly by 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 the securities for purposes of Section 16 or for any other purpose.

Adam Logal, Attorney-In-Fact

**Signature of Reporting Person

08/07/2015

Date

* 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.

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.