

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

Washington, D.C. 20549

**OMB APPROVAL**

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☐ 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 Zerhouni, M.D. Elias A.			2. Issuer Name and Ticker or Trading Symbol OPKO Health, Inc. [OPK]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice Chairman and President		
(Last) (First) (Middle) 4400 Biscayne Blvd.			3. Date of Earliest Transaction (Month/Day/Year) 05/09/2022					
(Street) Miami FL 33137			4. If Amendment, Date Original Filed (Month/Day/Year) 05/11/2022			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	05/09/2022 <sup>(1)</sup>		A		19,777,514	A	(2)	19,777,514	I	Held by the ZERHOUNI IRREVOCABLE TRUST <sup>(3)</sup>
Common Stock	05/09/2022 <sup>(1)</sup>		A		19,777,514	A	(4)	19,777,514	I	Held by the EAZ ZERAZ TRUST <sup>(5)</sup>

**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				

**Explanation of Responses:**

- (1) This Form 4 amendment is being filed to report the acquisition of shares of the Issuer's common stock by the ZERHOUNI IRREVOCABLE TRUST and the EAZ ZERAZ TRUST, in each case, pursuant to the ModeX Merger (as defined below), inadvertently omitted in the original Form 4.
- (2) Received in exchange for 2,250,000 shares of ModeX Therapeutics, Inc., a Delaware corporation ("ModeX"), held directly by the ZERHOUNI IRREVOCABLE TRUST in connection with the Agreement and Plan of Merger, dated as of May 9, 2022, by and among the Issuer, ModeX, Orca Acquisition Sub, Inc., a Delaware corporation and wholly owned subsidiary of the Issuer, and Gary J. Nabel, solely in his capacity as sellers' representative, pursuant to which ModeX became a wholly owned subsidiary of the Issuer (the "ModeX Merger").
- (3) Shares held by the ZERHOUNI IRREVOCABLE TRUST for the benefit of the Reporting Person and his children and remoter issue, as well as certain qualifying charitable organizations, and for which an independent trustee has been appointed. The independent trustee has delegated investment authority of the trust to the Reporting Person. 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.
- (4) Received in exchange for 2,250,000 shares of ModeX held directly by the EAZ ZERAZ TRUST in connection with the ModeX Merger.
- (5) Shares held by the EAZ ZERAZ TRUST for the benefit of the Reporting Person's spouse and children and remoter issue, as well as certain qualifying charitable organizations, and for which an independent trustee has been appointed. 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.

Steven D. Rubin, Attorney-in-Fact

\*\*Signature of Reporting Person

06/22/2022

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.