UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): March 4, 2013

OPKO Health, Inc.

(Exact name of registrant as specified in its charter)

Delaware	001-33528	75-2402409
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
4400 Biscayne Blvd., Miami, Florida		33137
(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code: (305) 575-4100

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.01 Completion of Acquisition or Disposition of Assets.

Pursuant to a Share Purchase Agreement dated January 8, 2013 by and among OPKO Health, Inc., a Delaware corporation (the "Company") and OPKO IP Holdings, Inc. a limited company organized under the laws of Cayman Islands, an indirect wholly-owned subsidiary of the Company (the "Buyer"), Cytochroma Inc., a corporation organized under the laws of Ontario (the "Seller"), Cytochroma Holdings ULC, an unlimited liability company organized under the laws of Alberta ("Holdings"), Cytochroma Canada Inc., a corporation organized under the laws of Canada (together with Seller and Holdings, the "Seller Parties"), Cytochroma Development Inc., a corporation organized under the laws of Barbados ("Development"), Proventiv Therapeutics, LLC, a Delaware limited liability company ("Proventiv"), and Cytochroma Cayman Islands, Ltd., a limited company organized under the laws of Cayman Islands ("Cayman Newco"), the Company acquired all of the issued and outstanding equity securities of Cayman Newco and Proventiv. The consideration paid by the Company to the Seller consists of $100.0 million, paid in shares of the Company's common stock, par value $0.01 per share, (the "Common Stock") based on the volume-weighted average price per share of the Company's Common Stock as reported on the New York Stock Exchange ("NYSE") for the ten trading days immediately preceding the date of the Purchase Agreement, or $4.874 per share (the "Stock Consideration"). In connection with the Purchase Agreement, the Company issued 20,517,030 shares of the Company's Common Stock to the Seller Parties at the closing. The transaction closed on March 4, 2013.

In addition, the Purchase Agreement provides for the payment of up to an additional $190.0 million to the Seller Parties in cash or additional shares of the Company's Common Stock, at the Buyer's election, upon the achievement of certain milestones relating to development and annual revenue (the "Milestone Consideration"). If the Company elects to pay any portion of the Milestone Consideration in shares of the Company's Common Stock, the amount of shares to be issued will be based on the volume-weighted average price per share of the Company's Common Stock as reported on the NYSE or any other exchange system or market quotation system on which the Company is then listed for the ten trading days immediately preceding: (i) the milestone being achieved in the case of development milestones; or (ii) the earlier of the completion of the audit of the Company's financial statements or the 105th day after the end of the applicable calendar year in the case of revenue milestones. In certain circumstances, the payment of the Milestone Consideration shall be made by the Company in cash, including if payment in shares of Company Common Stock would trigger an obligation to obtain the approval of the Company's shareholders under applicable securities laws or NYSE regulations. In addition, the Company has the ability to off-set the payment of any Milestone Consideration by the amount of potential Company indemnity claims under the Purchase Agreement.

The Stock Consideration and any of the Milestone Consideration which the Company elects to pay in shares of the Company's Common Stock will be issued in reliance upon an exemption from the registration requirements under the Securities Act of 1933, as amended (the "Securities Act"), pursuant to Section 4(2) thereof.

Item 3.02 Unregistered Sales of Equity Securities.

The information required to be reported under this Item is incorporated by reference from Item 2.01 of this Current Report on Form 8-K.

Item 7.01 Regulation FD Disclosure.

On March 4, 2013, the Company issued a press release announcing the closing of the transaction. A copy of the press release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information contained in Item 7.01 to this Current Report on Form 8-K and Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing by the Company under the Exchange Act.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

Pursuant to Item 9.01(a)(4) of Form 8-K, the Company intends to file all financial statements required by this item by an amendment to this Current Report on Form 8-K to be filed within 71 calendar days of this Form 8-K.

(b) Pro Forma Financial Information.

Pursuant to Item 9.01(b)(2) of Form 8-K, the Company intends to file all pro forma financial information required by this item by an amendment to this Current Report on Form 8-K to be filed within 71 calendar days of this Form 8-K

(d) Exhibits

Exhibit No.	Description
99.1	Press Release of the Company, dated March 4, 2013.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OPKO Health, Inc.

March 8, 2013

By: /s/ Juan F. Rodriguez

Name: Juan F. Rodriguez
Title: Senior Vice President-Chief Financial Officer

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Exhibit No.	Description
99.1	Press Release of the Company, dated March 4, 2013.

OPKO Health Completes Acquisition of Two Phase 3 Products

MIAMI, March 4, 2013 — OPKO Health, Inc. (NYSE: OPK) announced that it has completed the acquisition of Cytochroma Inc. (Markham, Canada). Cytochroma's lead products include CTAP101 Capsules, a vitamin D prohormone to treat secondary hyperparathyroidism (SHPT) in patients with stage 3 or 4 chronic kidney disease (CKD) and vitamin D insufficiency, and Fermagate Tablets, a new and potent non-absorbed phosphate binder to treat hyperphosphatemia in CKD patients on chronic hemodialysis.

CTAP101 Capsules have been shown in a phase 2b clinical trial to effectively and safely treat SHPT and the underlying vitamin D insufficiency in pre-dialysis patients. Vitamin D insufficiency arises in CKD due to the abnormal upregulation of CYP24, an enzyme which destroys vitamin D and its metabolites. Studies in CKD patients have demonstrated that currently available over-the-counter and prescription vitamin D products cannot reliably raise blood vitamin D prohormone levels and effectively treat SHPT. CTAP101 Capsules are in phase 3 clinical trials in the United States (US).

The new phosphate binder, Fermagate Tablets, has been shown to be safe and effective in treating hyperphosphatemia in phase 2 and 3 trials in CKD patients undergoing chronic hemodialysis. Hyperphosphatemia contributes to soft tissue mineralization and affects approximately 90% of dialysis patients. Dialysis patients require ongoing phosphate binder treatment to maintain normal serum phosphorus levels. Opko is working with US and European regulatory authorities to finalize the remaining Phase 3 clinical program for Fermagate Tablets.

About Chronic Kidney Disease

CKD is a condition characterized by progressive decline in renal function. The kidney is normally responsible for excreting waste and excess water from the body and for regulating various hormones. CKD is classified in five stages — mild (stage 1) to severe (stage 5) disease — according to glomerular filtration rate. According to the National Kidney Foundation, CKD afflicts over 26 million people in the US, including more than eight million patients with stage 3 or 4 CKD. In stage 5, kidney function is minimal to absent and patients require regular dialysis or a kidney transplant for survival.

About Vitamin D Insufficiency

Vitamin D insufficiency is a condition in which blood levels of vitamin D prohormones, collectively known as 25-hydroxyvitamin D, are inadequate. An estimated 70-90% of CKD patients have vitamin D insufficiency which can lead to SHPT and its debilitating consequences.

About Secondary Hyperparathyroidism (SHPT)

SHPT is a condition commonly associated with CKD in which the parathyroid glands secrete excessive amounts of parathyroid hormone (PTH). SHPT arises as a result of vitamin D insufficiency or impaired kidney function. Prolonged elevation of blood PTH causes excessive calcium and phosphorus to be released from bone, leading to elevated serum calcium and phosphorus levels, softening of the bones (osteomalacia) and calcification of vascular and renal tissues. SHPT affects 40-60% of patients with stage 3 or 4 CKD and approximately 90% of patients with stage 5.

About Hyperphosphatemia

Hyperphosphatemia, or elevated serum phosphorus, is common in dialysis patients and tightly linked to the progression of SHPT. The kidneys provide the primary route of excretion for excess phosphorus absorbed from ingested food. As kidney function worsens, serum phosphorus levels increase and directly stimulate PTH secretion. Stage 5 CKD patients must reduce their dietary phosphate intake and usually require regular treatment with phosphate binding agents to lower serum phosphorus to meet the recommendations of the National Kidney Foundation's Clinical Practice Guidelines that serum phosphorus levels should be maintained at or below 5.5 mg/dL.

About OPKO Health, Inc.

We are a multi-national biopharmaceutical and diagnostics company that seeks to establish industry-leading positions in large and rapidly growing medical markets by leveraging our discovery, development and commercialization expertise and our novel and proprietary technologies.

This press release contains "forward-looking statements," as that term is defined under the Private Securities Litigation Reform Act of 1995 (PSLRA), which statements may be identified by words such as "expects," "plans," "projects," "will," "may," "anticipates," "believes," "should," "intends," "estimates," and other words of similar meaning, including statements regarding the benefits and synergies resulting from the acquisition of Cytochroma, including whether the Phase 3 clinical trials for CTAP101 Capsules and Fermagate Tablets may be completed on a timely basis or at all, that earlier clinical results of effectiveness and safety may not be reproducible or indicative of future results, that any of CTAP101 Capsules, Fermagate Tablets and/or any of our compounds or diagnostics under development, including our point-of-care vitamin D diagnostic test may fail, may not achieve the expected results or effectiveness and may not generate data that would support the approval or marketing of products for the indications being studied or for other indications, that currently available over-the-counter and prescription products, as well as products under development by others, may prove to be as or more effective than Cytochroma's products for the indications being studied, as well as other non-historical statements about our expectations, beliefs or intentions regarding our business, technologies and products, financial condition, strategies or prospects. Many factors could cause our actual activities or results to differ materially from the activities and results anticipated in forward-looking statements. These factors include those described in our filings with the Securities and Exchange Commission, as well as that the risks inherent in funding, developing and obtaining regulatory approvals of new, commercially-viable and competitive products and treatments may not be met. In addition, forward-looking statements may also be adversely affected by general market factors, competitive product development, product availability, federal and state regulations and legislation, the regulatory process for new products and indications, manufacturing issues that may arise, patent positions and litigation, among other factors. The forward-looking statements contained in this press release speak only as of the date the statements were made, and we do not undertake any obligation to update forward-looking statements. We intend that all forward-looking statements be subject to the safe-harbor provisions of the PSLRA.

Contacts:
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