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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

OPKO HEALTH, INC.

**PROXY STATEMENT FOR THE 2024 ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD
THURSDAY, MARCH 28, 2024**





**PROPOSAL ONE:
ELECTION OF DIRECTORS**

Jane H. Hsiao, Ph.D., MBA.

Executive Director, Center for Global Business, University of California, San Diego

Gary J. Nabel, M.D., Ph.D.



Prem A. Lachman, M.D.

Roger J. Medel, M.D.





Family Relationships

CORPORATE GOVERNANCE

Director Independence



Standing Committees of the Board of Directors

<u>Audit</u>	<u>Compensation</u>	<u>Corporate Governance and Nominating</u>	<u>Independent Investment</u>	<u>Succession</u>
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Audit Committee



Compensation Committee Interlocks and Insider Participation

Corporate Governance and Nominating Committee

Independent Investment Committee

Succession Committee

Director Selection Criteria





Our Policies Regarding Related Party Transactions

Policies Regarding Hedging and Pledging our Common Stock

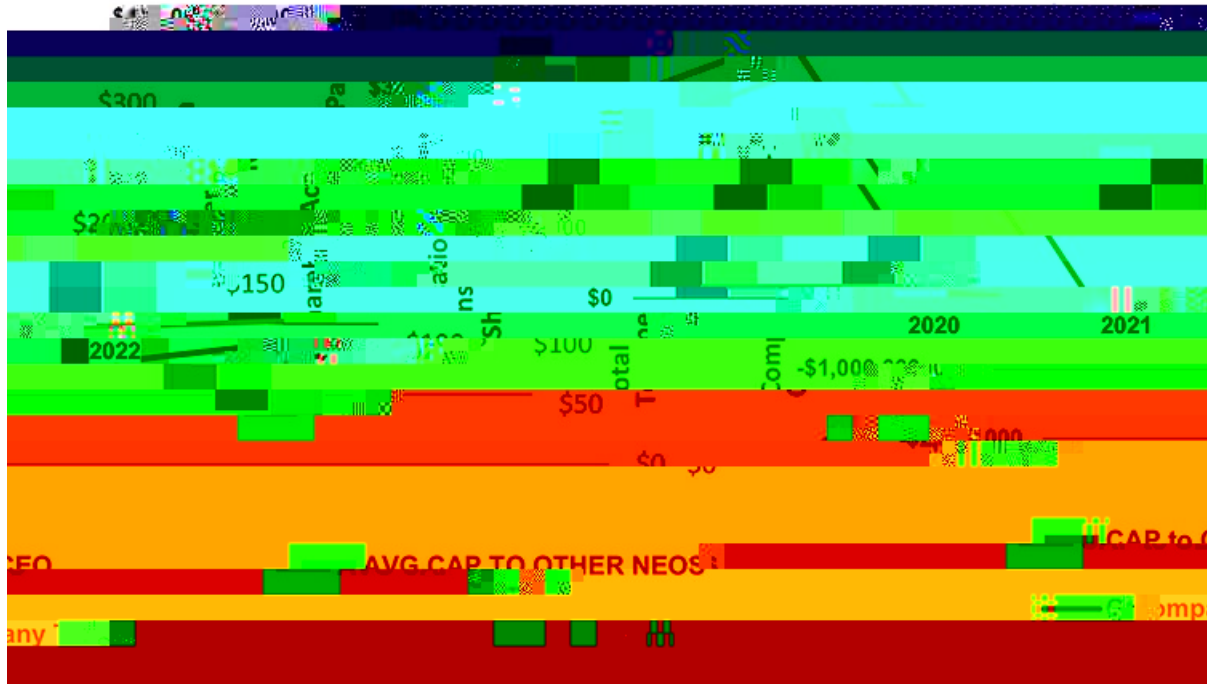
CORPORATE SUSTAINABILITY



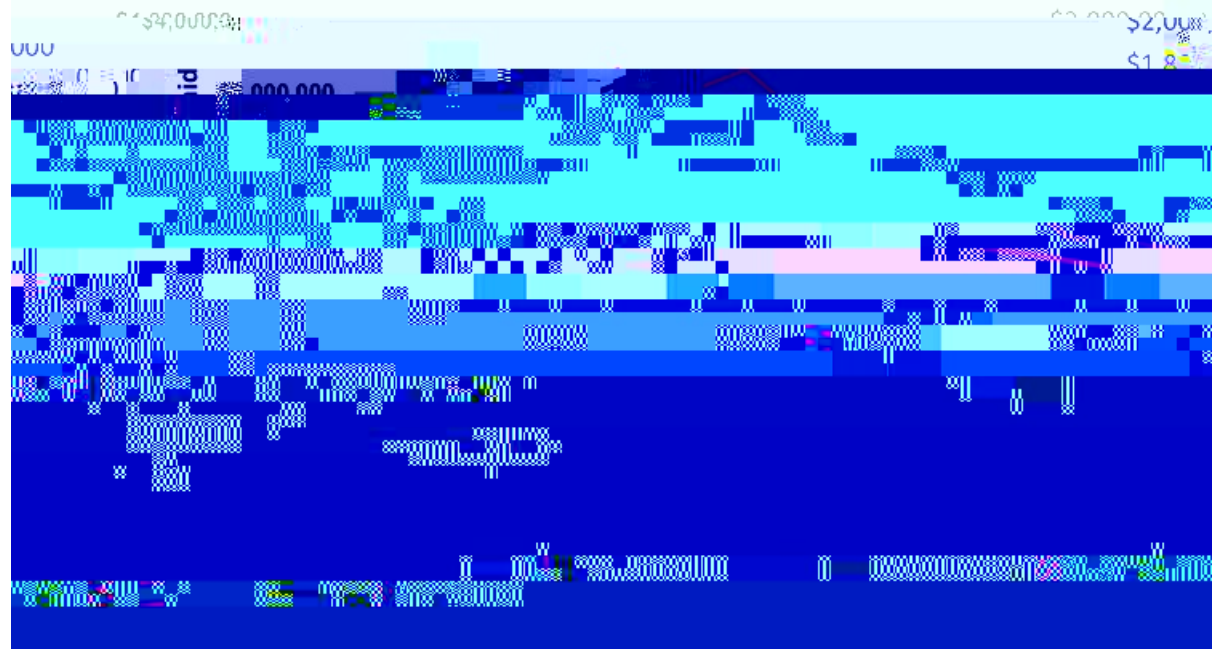


Non-Financial Performance Measures

CAP vs. TSR



CAD vs. Revenue



Summary Compensation Table for 2021-2023

<u>Name and Principal Position</u>	<u>Year</u>	<u>Salary (\$)</u>	<u>Bonus (\$)</u>	<u>Option Award(s) (\$)(1)</u>	<u>All Other Compensation (\$)(2)</u>	<u>Total (\$)</u>
<i>Chief Executive Officer</i>						
<i>Chief Technical Officer</i>						
<i>President</i>						
<i>Executive Vice President- Administration</i>						
<i>Senior Vice President and Chief Financial Officer</i>						

Grants of Plan-Based Awards

<u>Name</u>	<u>Grant Date</u>	<u>All Other Option Awards: Number of Securities Underlying Options (#)(1)</u>	<u>Exercise or Base Price of Option Awards (\$/Sh)</u>	<u>Grant Date Fair Value of Option Awards (\$)(2)</u>
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Option Exercises and Stock Vested

AMENDMENT TO THE COMPANY S CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES

Background of the Proposal

RECOMMENDATION



PROPOSAL FOUR:

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RATIFICATION OF APPOINTMENT OF KONA OR CAAPAAUR IN FONA R R

AUDIT COMMITTEE REPORT

The following Audit Committee Report shall not be deemed to be soliciting material or to be filed with the Securities and Exchange Commission, nor shall such information be incorporated by reference into any future fD

OTHER INFORMATION

Deadlines for Stockholder Proposals and Nominations for the 2025 Annual Meeting

Expenses of Solicitation

Other Business

Householding

IN WITNESS WHEREOF,



