

## Frequently Asked Questions

### Investigation of Merger of PROLOR Biotech, Inc. with OPKO Health, Inc.

We are investigating the proposed merger of PROLOR Biotech, Inc. (PROLOR) (NYSE: PBTH) with OPKO Health, Inc. (OPKO). As set forth further below in this FAQ, our investigation concerns whether approval of the transaction was improperly motivated by conflicts of interest in light of the fact that Dr. Phillip Frost is both the largest shareholder, and Chairman of the Board, of both PROLOR and OPKO.

Persons with relevant information, and PBTH shareholders with questions about our investigation or the lawsuit, are invited to contact our Firm by calling 866.582.8140. Additional information is available on our website at:

<http://www.wohlfruchter.com/cases/pbth>.

#### Q1. What is the business of PROLOR Biotech?

**A1.** PROLOR, based in Israel, is a development stage biopharmaceutical company engaged in the development of proprietary versions of already-approved therapeutic proteins for use in the treatment of conditions such as growth hormone deficiency, hemophilia, and arthritis.

Learn more about the company's business at: <http://www.prolor-biotech.com/>

#### Q2. What is the business of OPKO Health?

**A2.** OPKO Health, Inc. is a multi-national pharmaceutical and diagnostics company. Its diagnostic tests include those for prostate cancer, total PSA, Vitamin D, and Alzheimer's disease. Its therapeutics include treatments for various diseases, including cancer, heart disease, metabolic disorders, neurological disorders, genetic disorders, asthma, chronic obstructive pulmonary disease, and Parkinson's disease.

Learn more about the company's business at: <http://www.opko.com/>

#### Q3. What are the terms of the deal agreed upon by PROLOR and OPKO?

**A3.** On April 24, 2013, PROLOR announced it had entered into an agreement under which OPKO will acquire PROLOR in an all-stock transaction. Under the terms of the agreement, PROLOR shareholders would receive 0.9951 shares of OPKO stock for each share of PROLOR stock they hold. Based on a price of \$7.03 per share of OPKO stock as of the date of the

announcement, the transaction is valued at approximately \$480 million, or \$7.00 per share of PROLOR stock.

**Q4. Why should PROLOR shareholders be concerned about the terms of the deal?**

**A4.** Dr. Phillip Frost, OPKO's Chairman and Chief Executive Officer, and largest shareholder, is also the Chairman of PROLOR's Board of Directors, and PROLOR's largest shareholder. As such, Dr. Frost is essentially selling PROLOR to himself, which suggests the price offered to PROLOR shareholders may be too low.

At least one institutional shareholder has indicated that it believes PROLOR is worth "north of \$10 per share."

**Conclusion**

As noted, persons with relevant information, and PBTH investors with questions about this investigation, are invited to contact our Firm by calling 866.582.8140, or to contact the attorney below.

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