

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): February 20, 2014

**OMEGA FLEX, INC.**

(Exact name of registrant as specified in charter)

Pennsylvania	000-51372	23-1948942
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

451 Creamery Way  
Exton, Pennsylvania 19341  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: 610-524-7272

---

(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))

*INFORMATION CONCERNING FORWARD-LOOKING STATEMENTS - This report and the exhibit or exhibits attached hereto, contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, statements as to management's good faith expectations and beliefs, which are subject to inherent uncertainties which are difficult to predict, and may be beyond the ability of the Company to control. Forward-looking statements are made based upon management's expectations and belief concerning future developments and their potential effect upon the Company. There can be no assurance that future developments will be in accordance with management's expectations or that the effect of future developments on the Company will be those anticipated by management.*

*The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of the Company (or entities in which the Company has interests), or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements.*

*Readers are cautioned not to place undue reliance on these forward-looking statements which reflect management's view only as of the date of this Form 8-K. The Company undertakes no obligation to publicly release the result of any revisions to these forward-looking statements which may be made to reflect events or circumstance after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances. For additional information about risks and uncertainties that could adversely affect the Company's forward-looking statements, please refer to the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended December 31, 2012.*

## **ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On February 20, 2014, Omega Flex, Inc. (the "Company") issued a press release reporting its results for the three and twelve months ended December 31, 2013. A copy of the earnings release issued by the Company with respect to these matters is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information in the earnings release and in this Item 2.02 is "furnished" and not "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, or otherwise subject to the liabilities of that section. Such information may be incorporated by reference in another filing under the Securities and Exchange Act of 1934 or the Securities Act of 1933 only if, and to the extent that, such subsequent filing specifically references such information.

### **ITEM 7.01. REGULATION FD DISCLOSURE**

The information included in Item 2.02 of this Form 8-K, including the press release attached as Exhibit 99.1, is incorporated by reference into this Item 7.01 in satisfaction of the public disclosure requirements of Regulation FD. This information is “furnished” and not “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934, or otherwise subject to the liabilities of that section. It may be incorporated by reference in another filing under the Securities and Exchange Act of 1934 or the Securities Act of 1933 only if, and to the extent that, such subsequent filing specifically references the information incorporated by reference herein.

### **ITEM 9.01. FINANCIAL STATEMENT AND EXHIBITS**

- (a) none
- (b) none
- (c) The following document is filed herewith as an exhibit to this Form 8-K:

Exhibit 99.1 - Earnings Release

## **SIGNATURES**

In accordance with the requirements of the Exchange Act, the registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**OMEGA FLEX, INC.**  
(Registrant)

Date: February 20, 2014

By: /s/ Kevin R. Hoben

---

Kevin R. Hoben  
President and Chief Executive Officer

# OMEGA FLEX, INC.

Manufacturer of flexible metal hose and gas piping products

Exton, Pennsylvania  
February 20, 2014

Contact: Kevin R. Hoben  
(610) 524-7272

## PRESS RELEASE

Omega Flex today reported its results of operations for the Fourth Quarter and Year Ended December 31, 2013:

	OMEGA FLEX, INC. (OFLX)			
	For the Period Ended December 31,			
	Twelve Months		Three Months	
	2013	2012	2013	2012
	<i>“unaudited”</i>		<i>“unaudited”</i>	<i>“unaudited”</i>
Net Sales	\$77,122,000	\$64,016,000	\$21,860,000	\$18,426,000
Net Income	\$10,037,000	\$6,876,000	\$3,211,000	\$774,000
Earnings Per Share – Basic and Diluted	\$0.99	\$0.68	\$0.32	\$0.08
Weighted Average Shares – Basic and Diluted	10,091,822	10,091,822	10,091,822	10,091,822

**Kevin R. Hoben, President and CEO**, announced that the Company ended 2013 with Net Sales of \$77,122,000. Sales for the year reflect an increase of \$13,106,000 or 20.5% compared to Net Sales of \$64,016,000 in 2012. Net Sales for the three months ended December 31, 2013, increased 18.6% over the same quarter in 2012.

The Company's Net Sales benefited from the improved residential construction market, but also showed a rise in market share over competing products, such as black iron pipe. Kevin Hoben stated: "These results validate the focus by OmegaFlex on expanding the market through new and innovative products. The Company is committed to pursuing this strategy and will continue to expand its internally developed product portfolio with an eye to increased sales and market share."

The Company's Net Income for 2013 was \$10,037,000, while 2012 had Net Income of \$6,876,000. As previously disclosed, the prior year was strengthened by a one-time insurance legal recovery gain of \$4,700,000 during the first quarter of that year, but was also penalized by a one-time loss of approximately \$1,300,000 related to a legal settlement in the United Kingdom (UK), which was recorded in the fourth quarter of 2012. Excluding those two unusual events (and their related ancillary items such as income taxes), Net Income for 2013 was higher by \$4,872,000 or 94.3% compared to Net Income for 2012. For the quarter, Net Income exceeded the prior period by 314.9% when including the UK settlement, and increased by 101.6% after excluding that unusual event.

It is worthy to note that the Net Sales of \$77,122,000 and Net Income of \$10,037,000 during 2013 were the highest in the Company's history. Additionally, in January 2014, the Company paid a special dividend of \$0.425 per share.

*INFORMATION CONCERNING FORWARD-LOOKING STATEMENTS – This news release contains forward-looking statements, which are subject to inherent uncertainties which are difficult to predict, and may be beyond the ability of Omega Flex to control. Certain statements in this news release constitute forward-looking statements with the meaning of the Private Securities Litigation Reform act of 1995, that are not historical facts, but rather reflect Omega Flex's current expectations concerning future results and events. The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of Omega Flex (or entities in which Omega Flex has interests) or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management's view only as of the date of this news release. Omega Flex undertakes no obligation to publicly release the result of any revisions to these forward-looking statements which may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances.*