

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 21, 2013

OMEGA FLEX, INC.

(Exact name of registrant as specified in charter)

| | | |
|--|-----------------------------|---|
| <u>Pennsylvania</u> | <u>000-51372</u> | <u>23-1948942</u> |
| (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, 2011.

ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On February 21, 2013, Omega Flex, Inc. (the "Company") issued a press release reporting its results for the three and twelve months ended December 31, 2012. 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 21, 2013

By: /s/ Kevin R. Hoben

Kevin R. Hoben
President and Chief Executive Officer

OMEGA FLEX, INC.

Manufacture of flexible metal hose and gas welding products

Exton, Pennsylvania
February 21, 2013

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

PRESS RELEASE

Omega Flex, Inc. today reported its results of operations for the Twelve and Three Months Ending December 31, 2012:

| | OMEGA FLEX, INC. (OFLX) | | | |
|---|----------------------------------|---------------------|---------------------------------|---------------------|
| | Twelve Months Ended December 31, | | Three Months Ended December 31, | |
| | 2012 | 2011 | 2012 | 2011 |
| Net Sales | <u>\$64,016,000</u> | <u>\$54,193,000</u> | <u>\$18,426,000</u> | <u>\$15,618,000</u> |
| Net Income | <u>\$7,696,000</u> | <u>\$4,647,000</u> | <u>\$1,594,000</u> | <u>\$1,708,000</u> |
| Earnings Per Share -- Basic and Diluted | <u>\$0.76</u> | <u>\$0.46</u> | <u>\$0.16</u> | <u>\$0.17</u> |
| Weighted Average Shares -- Basic and Diluted | <u>10,091,822</u> | <u>10,091,822</u> | <u>10,091,822</u> | <u>10,091,822</u> |

Kevin R. Hoben, President and CEO, announced that the Company had Net Sales of \$64,016,000 for the twelve months ending December 31, 2012, compared to \$54,193,000 in 2011, increasing \$9,823,000, or 18.1%. For the fourth quarter, Net Sales were \$18,426,000 and \$15,618,000, for 2012 and 2011, respectively, increasing \$2,808,000 or 18.0%.

The Company has experienced sales growth from almost all of its product lines during the year. Domestically, the Company's gas piping product, TracPipe® CounterStrike®, has benefited from the uptick in the construction environment, such as the building of single family homes and high-rises. Additionally, the Company's DoubleTrac® and DEF-Trac® double-containment piping systems have seen increases in orders shipped. Internationally, despite the soft economy, the Company's traditional product, TracPipe®, also showed an increase in sales compared to 2011.

The Company's Net Income through December 31, 2012 was \$7,696,000, surpassing last year's income of \$4,647,000 by \$3,049,000, or 65.6%. As announced during the first quarter of 2012, the Company received an insurance legal recovery, which enhanced net income for the year by approximately \$2,530,000. Excluding that event, the year's income was still 11.2% higher than last year. For the quarter ended December 31, 2012, Net Income was solid at \$1,594,000, compared to \$1,708,000 for the fourth quarter of 2011, diminishing by \$114,000 or 6.7%. The shortfall largely relates to a rise in legal expenses in the 4th quarter of 2012, and a one-off tax adjustment which increased income by \$151,000 in the 4th quarter of 2011.

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.