

Omega Flex, Inc.
Form 5
January 09, 2014

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
Kane Paul James			Omega Flex, Inc. [OFLX]	
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	(Check all applicable)
			12/31/2013	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP - Finance
1085 NICOLE DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting
		(Street)		(check applicable line)
NEWTOWN SQUARE, PA 19073				<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)

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	Derivative Security				Disposed of (D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A)	(D)				
Phantom stock ⁽¹⁾	\$ 0 ⁽²⁾	03/05/2007	Â	A4	454	Â	03/05/2011	03/05/2011	Common stock	454
Phantom stock	\$ 0	03/06/2008	Â	A4	1,269	Â	03/06/2012	03/06/2012	Common stock	1,269
Phantom stock	\$ 0	02/20/2009	Â	A4	1,601	Â	02/20/2013	02/20/2013	Common stock	1,601
Phantom stock	\$ 0	03/03/2010	Â	A4	1,500	Â	03/03/2014	03/03/2014	Common stock	1,500
Phantom stock	\$ 0	03/03/2011	Â	A4	1,500	Â	03/03/2015	03/03/2015	Common stock	1,500
Phantom stock	\$ 0	03/05/2011	Â	M4	Â	454	03/05/2011	03/05/2011	Common stock	454
Phantom stock	\$ 0	02/16/2012	Â	A4	1,500	Â	02/16/2016	02/16/2016	Common stock	1,500
Phantom stock	\$ 0	03/06/2012	Â	M4	Â	1,269	03/06/2012	03/06/2012	Common stock	1,269
Phantom stock	\$ 0	02/20/2013	Â	M4	Â	1,601	02/20/2013	02/20/2013	Common stock	1,601
Phantom stock	\$ 0	04/03/2013	Â	A4	1,500	Â	04/03/2017	04/03/2017	Common stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kane Paul James 1085 NICOLE DRIVE NEWTOWN SQUARE, PA 19073	Â	Â	Â VP - Finance	Â

Signatures

Timothy P Scanlan /
by POA 01/09/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All phantom stock units are only exercisable for cash.
 - (2) Conversion is one-for-one.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.