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FLEXIBLE SOLUTIONS INTERNATIONAL INC

Form 8-K/A

May 05, 2006

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

FORM 8-K/A  
(AMENDMENT NO. 1)

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

MAY 5, 2006

FLEXIBLE SOLUTIONS INTERNATIONAL, INC.  
(Exact name of registrant as specified in its charter)

Nevada ----- (State of incorporation)	001-31540 ----- (Commission File Number)	91-1922863 ----- (I.R.S. Employer Identification No.)
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2614 Queenswood Drive Victoria, BC Canada ----- (Address of principal executive offices)	V8N 1X5 ----- (Zip Code)
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(205) 477-9969  
(Registrant's telephone number, including area code)

Not Applicable  
(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 (see General Instruction A.2. below): ☐ 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))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On March 10, 2006, Flexible Solutions International, Inc. (the "Company") issued a press release (the "Press Release") announcing financial results for the fourth quarter and full year ended December 31, 2005. On March 13, 2006, the Company filed a Current Report on Form 8-K (the "Report") related

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to the same Press Release. The results of operations disclosed in the Press Release and the Report contained Non-GAAP financial measures, but omitted a reconciliation of the Non-GAAP financial measures versus the comparable financial measures reported consistent with accounting principles generally accepted in the United States ("GAAP"), as well as other explanatory information. This Amendment No. 1 to the Company's Report is being filed in order to include that GAAP to Non-GAAP reconciliation and the additional explanatory information regarding management's use of the Non-GAAP financial measures disclosed.

In the Company's Press Release and Report, the Company refers to "operating cash flow," which is a Non-GAAP financial measure. The closest comparable GAAP financial measure is net earnings. The Company obtains the number for operating cash flow by removing depreciation and the Black-Scholes derived expenses of stock options issued to consultants from net earnings. The Company believes that the operating cash flow measure is useful to shareholders and prospective investors interested in determining if the Company is using or gaining cash from operations, un-obscured by non-cash items, and whether financing activities may be necessary. Management uses this measure internally as a tool (among many) for determining the performance of corporate operations, planning expenditures and gauging future capital requirements.

The table below contains supplemental information regarding the Company's income from operations for the three months ended December 31, 2005 and 2004, and the full year ended December 31, 2005 and 2004, adjusted to exclude depreciation and expenses attributable to stock options issued to consultants. This financial information is a Non-GAAP financial measure as defined by SEC Regulation G. The GAAP financial measure most directly comparable is net income. The reconciliation of each of the Non-GAAP financial measures is as follows:

FLEXIBLE SOLUTIONS INTERNATIONAL, INC.

CONSOLIDATED STATEMENT OF OPERATIONS  
FOR THREE MONTHS AND FULL YEAR ENDED DECEMBER 31

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	Unaudited		Audited
	Three Months Ended December 31,		Year Ended Dec
	2005	2004	2005
Revenue	\$1,519,591	\$981,012	\$6,709,394
Net income (loss)	\$ (383,726)	\$ (525,305)	\$ (1,176,751)
GAAP			
Net income (loss) per common share - basic	\$ (0.03)	\$ (0.04)	\$ (0.09)
GAAP			
Weighted average shares used in computing per share amounts - basic	12,896,533	11,831,916	12,541,084
GAAP			
Operating cash flow	\$ (188,287) (a)	\$ (371,881) (a)	\$ 34,467
NON-GAAP			(a)
Operating cash flow per share - basic	\$ (0.01)	\$ (0.03)	\$ 0.00
NON-GAAP	(a)	(a)	(a)
Adjustments	\$195,439	\$ 153,424	\$ 1,211,218
	(b) (b) (b) (b)		

(a) Non-GAAP amounts exclude the non-cash items, depreciation and stock option expenses attributable to options issued to consultants.

(b) Amount represents depreciation and stock option expenses attributable to options issued to consultants.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FLEXIBLE SOLUTIONS INTERNATIONAL, INC.

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Date: May 5, 2006

By: /s/ Daniel B. O'Brien

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Daniel B. O'Brien  
President