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P&F INDUS'	TRIES INC										
Form 4											
May 20, 2013	5										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL			
	• UNITE	D STATES					NGE (COMMISSION	OND	3235-0287	
Check thi	s box		Was	hington,	D.C. 20:	549			Number:	January 31,	
if no long	or	емелт о		CES IN I	DENIFEI	CIAI		NERSHIP OF	Expires: 2005 Estimated average burden hours per response 0.5		
subject to			T CHAN	SECUR		CIAI		NEKSIII OF			
Section 10 Form 4 or				SECOR	11123						
Form 5		oursuant to	Section 16	5(a) of the	e Securiti	es Ez	chang	ge Act of 1934,	response	0.5	
obligation	¹⁸ Section 1							of 1935 or Section	n		
may conti <i>See</i> Instru	nue.) of the Inv	•	•	- ·					
1(b).	etron .										
(Print or Type R	lesponses)										
1 Name and A	dduara of Douant	ma Daman *						5 Deletionship e	f Domostin a Dos	aan(a) to	
				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
Serielari			Symbol	DUSTRII	ES INC I	DEIN	n				
						1 1 11 1	1	(Che	ck all applicable	e)	
				of Earliest Transaction			X Director 10% Owner				
C/O P&F INDUSTRIES, INC., 445 (Month/Date) 05/20/20				•			Officer (give title Other (specify				
	LLOW RD., S		03120120)15				below)	below)		
(Street) 4. If Amer				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check			
								Applicable Line)			
			Thea(mon	ull/Duy/Tear)	/			_X_ Form filed by			
MELVILLE	, NY 11747							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)									
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date 2A.			3. 4. Securities			5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Y	ear) Executi any	on Date, if TransactionAcquired (A) or Code Disposed of (D)			Securities Beneficially	Form: Direct (D) or	Indirect Beneficial			
(Insu: 5)			/Day/Year)	(Instr. 8)					Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or	р.	(Instr. 3 and 4)			
Class A				Code V	Amount	(D)	Price				
Class A Common	05/20/2015			А	1,000	А	\$0	4,098	D		
Stock	05/20/2015			1	(1)	11	ψυ	1,000	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner	Relationships						
	Director	10% Owner	Officer	Other			
SCHERIFF KENNET C/O P&F INDUSTRI 445 BROADHOLLO MELVILLE, NY 117	Х						
Signatures							
/s/ Kenneth M. Scheriff	05/20/2015						
<u>**</u> 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) The 1,000 shares represent shares of Restricted Stock granted pursuant to the P&F Industries, Inc. 2012 Stock Incentive Plan for service as a non-employee director. All 1,000 shares vest on May 19, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space 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.