

**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).

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Form 3 Holdings Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported.

|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person *<br><u>Nahmad Aaron J</u><br><br>(Last) (First) (Middle)<br>2665 S. BAYSHORE DRIVE<br>SUITE 901<br><br>(Street)<br>COCONUT FL 33133<br>GROVE<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>WATSCO INC [ WSO; WSOB ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><br>President |
|   | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)<br>12/31/2019     |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |   |

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
|                                 |                                      |  |                                | Amount  | (A) or (D) | Price |  |  |   |
| Common stock                    |                                      |  |                                |   |            |       | 355  | I  | See footnote <sup>(1)</sup>                           |
| Common stock                    |                                      |  |                                |   |            |       | 1,408  | D  |   |
| Common stock                    |                                      |  |                                |   |            |       | 1,150  | I  | By Spouse   |

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  |                                | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Class B Common stock                       | (2)  |                                      |  |                                |  |     | (2)  | (2)             | Class B Common stock  | 115,741                                    | 115,741  | D <sup>(3)</sup>  |  |
| Class B Common stock                       | (2)  |                                      |  |                                |  |     | (2)  | (2)             | Class B Common stock  | 63,605                                     | 63,605   | D   |  |

**Explanation of Responses:**

- 1. Ownership in Watsco, Inc. Profit Sharing Retirement Plan and Trust.
- 2. The Class B Common Stock is convertible into Common Stock at any time on a one-for-one basis and has no expiration date.
- 3. Award of stock pursuant to Watsco, Inc. Restricted Stock Agreement.

**Remarks:**

/s/ Aaron J. Nahmad 01/09/2020  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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