SEC Form 5

П

FORM	5
------	---

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

to

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OWNERSHIP

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

OMB APPROVAL OMB Number: 3235-0362 Estimated average burden hours per response: 1.0

	s noiuings kep	oncu.												1			······	
Form 4	4 Transactions	Reported.	Fil	ed pursuant t or Sectio														
1. Name and Address of Reporting Person [*] MANLEY PAUL F					or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol WATSCO INC [WSO; WSOB]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) 2665 SOUTH BAYSHORE DRIVE					3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2007							Officer (give title Other (specify below) below)						
SUITE 901 (Street) COCONUT GROVE FL 33133 (City) (State) (Zip)				_ 4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	(3	-	le I - Non-Deriv	vative Sec	curiti	es A	cauire	ed. D	Disposed	of. or	Benefi	cial	lv Owne					
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.		4. Securities Acquired (A) or D Of (D) (Instr. 3, 4 and 5)			osed 5. Am Secu Bene		nt of s ally	6. Ownership Form: Direct		7. Nature of Indirect Beneficial				
					// Teal)	8)		Amo	ount	(A) or (D)	Price		Issuer's	Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)		ect (I)	Ownership (Instr. 4)	
Common													1,248			I By Trust		
Class B C	Common St													255		Ι	By Trust	
		Т	able II - Deriva (e.g., p)	tive Secu outs, calls									Owned					
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)	of Deriv	r osed) r. 3, 4	6. Date Expirat (Month	ion Da		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial) Ownership ct (Instr. 4)	
					(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	ber						
Stock Option (right to buy)	\$11.7						12/18/2	2001	12/18/2010	Commo Stock	ⁿ 3,33	75		3,37	5	I	By Trust	
Stock Option (right to buy)	\$11.3						06/15/2	2001	06/15/2011	Commo Stock	ⁿ 16,6	67		16,66	57	I	By Trust	
Stock Option (right to buy)	\$11.3						06/15/2	2002	06/15/2011	Commo Stock	ⁿ 16,6	67		16,66	57	I	By Trust	
Stock Option (right to buy)	\$11.3						06/15/2	2003	06/15/2011	Commo Stock	ⁿ 16,6	66		16,66	56	I	By Trust	
Stock Option (right to buy)	\$16.02						12/18/2	2003	12/18/2012	Commo Stock		75		3,37	5	I	By Trust	
Stock Option (right to	\$22.8						12/18/2	2004	12/18/2013	Commo		⁷⁵		3,37	5	I	By Trust	

Explanation of Responses:

buy)

<u>Paul F. Manley</u>

** Signature of Reporting Person

01/16/2008 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.

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 Number.