

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0362
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**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

- 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.

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

1. Name and Address of Reporting Person* <u>NAHMAD ALBERT H</u>  (Last) (First) (Middle) <u>2665 S. BAYSHORE DRIVE</u> <u>SUITE 901</u>  (Street) <u>COCONUT GROVE FL 33133</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WATSCO INC [ WSO; WSOB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Chairman and CEO</b></p>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2022</u>	
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							1,494	I	See footnote <sup>(1)</sup>

**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	1,104,214	1,104,214	I	See footnote <sup>(3)</sup>
Class B Common stock	(2)						(2)	(2)	Class B Common stock	902,006	902,006	I	See footnote <sup>(4)</sup>
Class B Common stock	(2)						(2)	(2)	Class B Common stock	75,501	75,501	D <sup>(5)</sup>	
Class B Common stock	(2)						(2)	(2)	Class B Common stock	530,081	530,081	I	See footnote <sup>(6)</sup>
Class B Common stock	(2)						(2)	(2)	Class B Common stock	1,330,000	1,330,000	I	See footnote <sup>(7)</sup>
Class B Common Stock	(2)						(2)	(2)	Class B Common Stock	206,976	206,976	I	See footnote <sup>(8)</sup>

**Explanation of Responses:**

- Reflects shares held by trust over which Mr. Nahmad maintains effective control.
- The Class B Common Stock is convertible into Common Stock at any time on a one-for-one basis and has no expiration date.
- Reflects shares held by Albert Henry Capital L.P., a limited partnership over which Mr. Nahmad maintains effective control. Of the number of shares held, 440,000 remain subject to vesting restrictions.
- Reflects shares held by My Pal AI, L.P., a limited partnership over which Mr. Nahmad maintains effective control, which are subject to vesting restrictions.
- Reflects shares held by Mr. Nahmad, which are subject to vesting restrictions.
- Reflects 498,845 shares held by various trusts over which Mr. Nahmad maintains effective control and 31,236 shares held by custodial accounts for Mr. Nahmad's grandchildren, of which Mr. Nahmad is the custodian.
- Reflects shares owned by Albert Capital LP, a limited partnership, over which Mr. Nahmad maintains effective control.
- Reflects shares owned by Colon Boy LP, a limited partnership, over which Mr. Nahmad maintains effective control.

**Remarks:**

/s/ Albert H. Nahmad

01/12/2023

\*\* 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.

