

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**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 20, 2013



**WATSCO, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Florida**

(State or Other Jurisdiction of Incorporation)

**1-5581**

(Commission File Number)

**59-0778222**

(IRS Employer Identification No.)

**2665 South Bayshore Drive, Suite 901  
Miami, Florida 33133**

(Address of Principal Executive Offices, Including Zip Code)

**(305) 714-4100**

(Registrant's Telephone Number, Including Area Code)

**N/A**

(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 5.07. Submission of Matters to a Vote of Security Holders.**

Watsco, Inc., a Florida corporation (the “Company”), held its Annual Meeting on May 20, 2013. The final voting results for the proposal submitted to a vote of the Company’s shareholders at the Annual Meeting are as follows:

Proposal 1. Election of David C. Darnell to serve as a Common stock director until the Company’s 2016 annual meeting of shareholders and election of Barry S. Logan and George P. Sape to serve as Class B common stock directors until the Company’s 2016 annual meeting of shareholders. Mr. Darnell was elected by holders of the Company’s Common stock, voting as a single class, and Messrs. Logan and Sape were elected by holders of the Company’s Class B common stock, voting as a single class:

<u>Nominee</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Common Stock:			
David C. Darnell	23,438,233	3,507,431	—
Class B Common Stock:			
Barry S. Logan	40,550,650	400,800	—
George P. Sape	40,550,650	400,800	—

**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, thereunto duly authorized.

**WATSCO, INC.**

Dated: May 23, 2013

By: /s/ Ana M. Menendez  
Ana M. Menendez,  
Chief Financial Officer