

NAHMAD ALBERT H

Form 4

November 26, 2012

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NAHMAD ALBERT H

(Last) (First) (Middle)

2665 S. BAYSHORE  
DRIVE, SUITE 901

(Street)

COCONUT GROVE, FL 33133

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
WATSCO INC [WSO; WSOB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/21/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 1,231                                                                                                              | I                                                                       | See<br>footnote<br>(1)                                            |
| Common<br>Stock                       | 11/21/2012                              |                                                             | C                                    | 9,700 A                                                                 | \$ 0 <sup>(7)</sup> 0                                                                                              | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/21/2012                              |                                                             | S                                    | 9,700 D                                                                 | \$ 71.837 <sup>(5)</sup> 0                                                                                         | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/23/2012                              |                                                             | C                                    | 4,729 A                                                                 | \$ 0 <sup>(7)</sup> 0                                                                                              | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/23/2012                              |                                                             | S                                    | 4,729 D                                                                 | \$ 72.4135 0                                                                                                       | D                                                                       |                                                                   |

# Edgar Filing: NAHMAD ALBERT H - Form 4

(6)

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount or<br>Number of<br>Shares |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date                                                  | Title                               | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock                          | (7)                                                                |                                         |                                                             |                                      |                                                                                                                 | (7)                                                            | (7)                                                                 | Common<br>Stock                     | 1,695,799                        |
| Class B<br>Common<br>Stock                          | (7)                                                                |                                         |                                                             |                                      |                                                                                                                 | (7)                                                            | (7)                                                                 | Common<br>Stock                     | 518,845                          |
| Class B<br>Common<br>Stock                          | (7)                                                                |                                         |                                                             |                                      |                                                                                                                 | (7)                                                            | (7)                                                                 | Common<br>Stock                     | 1,330,000                        |
| Class B<br>Common<br>Stock                          | (7)                                                                | 11/21/2012                              |                                                             | C                                    | 9,700                                                                                                           | (7)                                                            | (7)                                                                 | Common<br>Stock                     | 9,700                            |
| Class B<br>Common<br>Stock                          | (7)                                                                | 11/23/2012                              |                                                             | C                                    | 4,729                                                                                                           | (7)                                                            | (7)                                                                 | Common<br>Stock                     | 4,729                            |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |                  |       |
|-----------------------------------------------------------------------------------|---------------|-----------|------------------|-------|
|                                                                                   | Director      | 10% Owner | Officer          | Other |
| NAHMAD ALBERT H<br>2665 S. BAYSHORE DRIVE<br>SUITE 901<br>COCONUT GROVE, FL 33133 | X             |           | Chairman and CEO |       |

## Signatures

/s/ Albert H.  
Nahmad

11/26/2012

\_\_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) Ownership in Watsco, Inc. Profit Sharing Retirement Plan and Trust

(2) Award of stock pursuant to Watsco, Inc. Restricted Stock Agreements, of which 1,415,622 shares are in the name of Albert Henry Capital LP, a limited partnership over which Mr. Nahmad maintains effective control.

(3) Reflects 498,845 shares held by various trusts over which Mr. Nahmad maintains effective control and 20,000 shares held by custodial accounts for Mr. Nahmad's grandchildren, of which Mr. Nahmad is the custodian.

(4) Reflects shares owned by Albert Capital LP, a limited partnership. The sole general partner of Albert Capital LP is a limited liability company, over which Mr. Nahmad maintains effective control.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$71.70 to \$72.09, inclusive. The reporting person undertakes to provide to Watsco, Inc. ("Watsco"), any security holder of Watsco or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (5) to this Form 4.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$71.90 to \$72.70, inclusive. The reporting person undertakes to provide to Watsco, any security holder of Watsco or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (6) to this Form 4.

(7) The Class B Common Stock is convertible into Common Stock at any time on a one-for-one basis and has no expiration date.

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.