

WATSCO INC

Form 5

January 06, 2006

FORM 5**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).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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
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1. Name and Address of Reporting Person *

MANLEY PAUL F

(Last)

(First)

(Middle)

2665 SOUTH 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. Statement for Issuer's Fiscal Year Ended

(Month/Day/Year)

12/31/2005

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)

6. Individual or Joint/Group Reporting

(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 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)
Common Stock	Â	Â	Â	Â Â Â Â	1,248	I	By Trust
Class B Common Stock	Â	Â	Â	Â Â Â Â	1,255	I	By Trust

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
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(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
					(A) (D)	Date Exercisable Expiration Date	Title	
Stock Option (right to buy)	\$ 11.7	Â	Â	Â	Â Â	12/18/2001 12/18/2010	Common Stock	3,375
Stock Option (right to buy)	\$ 11.3	Â	Â	Â	Â Â	06/15/2001 06/15/2011	Common Stock	16,667
Stock Option (right to buy)	\$ 11.3	Â	Â	Â	Â Â	06/15/2002 06/15/2011	Common Stock	16,667
Stock Option (right to buy)	\$ 11.3	Â	Â	Â	Â Â	06/15/2003 06/15/2011	Common Stock	16,666
Stock Option (right to buy)	\$ 16.02	Â	Â	Â	Â Â	12/18/2003 12/18/2012	Common Stock	3,375
Stock Option (right to buy)	\$ 22.8	Â	Â	Â	Â Â	12/18/2004 12/18/2013	Common Stock	3,375

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANLEY PAUL F	Â X	Â	Â	Â

2665 SOUTH BAYSHORE DRIVE
SUITE 901
COCONUT GROVE, FL 33133

Signatures

Paul F. Manley

01/06/2006

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).

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