

WATSCO INC  
Form 8-K  
June 09, 2016

**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) June 6, 2016**

**WATSCO, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Florida**  
**(State or Other Jurisdiction)**

**1-5581**  
**(Commission)**

**59-0778222**  
**(IRS Employer)**

**of Incorporation)**

**File Number)**

**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 of Shareholders (the Annual Meeting ) on June 6, 2016. The final voting results for the proposals submitted to a vote of the Company's shareholders at the Annual Meeting are as follows:

Proposal 1. Election of David C. Darnell and George P. Sape to serve as Common stock directors until the Company's 2019 and 2018 annual meetings of shareholders, respectively, and election of Barry S. Logan and Bob L. Moss to serve as Class B common stock directors until the Company's 2019 annual meeting of shareholders. Messrs. Darnell and Sape were elected by holders of the Company's Common stock, voting as a single class, and Messrs. Logan and Moss were elected by holders of the Company's Class B common stock, voting as a single class:

| Nominee                      | Votes For         | Votes Withheld   | Broker Non-Votes |
|------------------------------|-------------------|------------------|------------------|
| <b>Common Stock:</b>         |                   |                  |                  |
| David C. Darnell             | <b>20,808,239</b> | <b>5,789,702</b> | <b>1,413,738</b> |
| George P. Sape               | <b>26,425,294</b> | <b>172,647</b>   | <b>1,413,738</b> |
| <b>Class B Common Stock:</b> |                   |                  |                  |
| Barry S. Logan               | <b>48,952,050</b> | <b>371,510</b>   | <b>1,165,400</b> |
| Bob L. Moss                  | <b>48,952,050</b> | <b>371,510</b>   | <b>1,165,400</b> |

Proposal 2. Ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the 2016 fiscal year. The combined vote of the Company's Common and Class B common stock was as follows:

| Votes For         | Votes Against | Abstentions    | Broker Non-Votes |
|-------------------|---------------|----------------|------------------|
| <b>78,370,727</b> | <b>12,924</b> | <b>116,988</b> |                  |

**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: June 8, 2016

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