## Edgar Filing: BRINKS CO - Form 4

BRINKS CC Form 4	)									
December 03	3, 2014									
FORM		ot a teo	SECU	DITIES			E COMMESION	т	PPROVAL	
Washington, D.C. 2054								OMB Number:	3235-0287	
Check the if no long	ter			Expires:	January 31, 2005					
subject to Section 1 Form 4 o Form 5	IENT OI		SECUI	Estimated burden hou response	average urs per					
obligation may cont <i>See</i> Instru 1(b).	ns inue. Section 17(	a) of the l	Public U	Itility Ho	lding Co		inge Act of 1934, t of 1935 or Section 1940	on		
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> Watson Patricia A			2. Issuer Name <b>and</b> Ticker or Trading Symbol BRINKS CO [BCO]				5. Relationship of Reporting Person(s) to Issuer			
(Lost) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)			
(Last) (First) (Middle) 1801 BAYBERRY COURT, P.O. BOX 18100			(Month/Day/Year) 12/01/2014				Director      10% Owner        Officer (give title      Other (specify below)         below)       below)         VP & Chief Information Officer			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
RICHMON	D, VA 23226						Person	whole than one it	sporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Rep	ort on a separate line	for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	) Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	f				(Inst
				Code	V (A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Units	<u>(1)</u>	12/01/2014		А	319.92 (2)	<u>(1)</u>	(1)	Common Stock	319.92 (2)	\$ 2
Units	(1)	12/01/2014		А	32.97 (4)	<u>(1)</u>	(1)	Common Stock	32.97 (4)	\$ 2

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Direc	tor	10% Owner	Officer	Other			
Watson Patricia A 1801 BAYBERRY COURT P.O. BOX 18100 RICHMOND, VA 23226			VP & Chief Information Officer				
Signatures							
/s/ Elizabeth C. Restivo Elizabeth C. Rest Attorney-in-Fact	tivo,		12/03/2014				
<u>**Signature of Reporting Person</u>			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).

Under the terms of the Key Employees' Deferred Compensation Program (the "Program"), the Reporting Person has chosen to make deferrals to an incentive account. These deferrals, plus amounts matched by The Brink's Company ("BCO") and amounts credited for dividend equivalent neuronate will extend for an energies of the program of the person of the pers

dividend equivalent payments, will settle in BCO common stock on a one-for-one basis following the Reporting Person's termination of employment with BCO, subject to and in accordance with the terms of the Program.

On the first business day of each month, salary deferred to the Reporting Person's account during the previous month, plus any matching
 (2) amounts, is converted into Units (each of which is the economic equivalent of one share of BCO common stock) and credited to the Reporting Person's account in accordance with the terms of the Program.

The number of Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$21.49, which is(3) the average trading price of BCO common stock for the month of November 2014, calculated in accordance with the terms of the Program.

- (4) In accordance with the terms of the Program, Units (each of which is the economic equivalent of one share of BCO common stock) were credited to the Reporting Person's account as a result of a dividend payment with respect to BCO common stock.
- (5) The number of Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$21.74, which is the average trading price of BCO common stock on December 1, 2014, calculated in accordance with the terms of the Program.

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.