

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): December 11, 2018

THE BRINK'S COMPANY

(Exact name of registrant as specified in its charter)

Virginia

(State or other jurisdiction of
incorporation)

001-09148

(Commission File Number)

54-1317776

(IRS Employer Identification No.)

1801 Bayberry Court

P. O. Box 18100

Richmond, VA 23226-8100

(Address and zip code of
principal executive offices)

Registrant's telephone number, including area code: **(804) 289-9600**

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.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting materials 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On December 11, 2018, The Brink's Company (the "Company") issued a press release to announce its entry into an accelerated share repurchase agreement to repurchase an aggregate of \$50 million of the Company's common stock. A copy of the Company's press release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

On December 11, 2018, the Company also issued a press release to announce that it has received antitrust approval of its planned acquisition of the Rodoban group of companies in Brazil. A copy of the Company's press release is furnished herewith as Exhibit 99.2 to this Current Report on Form 8-K and incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific references in such a filing.

Item 8.01 Other Events

On December 11, 2018, the Company entered into an accelerated share repurchase ("ASR") agreement with Bank of America Merrill Lynch to repurchase an aggregate of \$50 million of the Company's common stock. The Company is repurchasing these shares under the authority granted by the Board of Directors in May 2017 to purchase up to an aggregate \$200 million of the Company's common stock, which expires December 31, 2019. Upon completion of the ASR, the Company will have approximately \$106 million remaining for share repurchases under this authorization.

Approximately 700,000 shares of the Company's common stock to be repurchased under the ASR will be received by the Company following execution of the ASR. The final number of shares to be repurchased will be based on the average of the daily volume-weighted average prices of the Company's common stock during the term of the transaction, less a discount and subject to adjustments pursuant to the terms of the ASR agreement, and is expected to be completed during the first quarter of 2019. At settlement, under certain circumstances, Bank of America Merrill Lynch may be required to deliver additional shares of common stock to the Company, or, under certain circumstances, the Company may be required to deliver shares of its common stock or may elect to make a cash payment to Bank of America Merrill Lynch. The ASR agreement contains customary terms for these types of transactions, including the mechanisms to determine the number of shares or the amount of cash that will be delivered at settlement, the required timing of delivery upon settlement, the specific circumstances under which adjustments may be made to the transactions, the specific circumstances under which the transactions may be cancelled prior to the scheduled maturity and various acknowledgements, representations and warranties made by the Company and Bank of America Merrill Lynch to one another.

Bank of America Merrill Lynch performs normal banking (including as a lender under our credit facilities) and investment banking and advisory services from time to time for the Company and its subsidiaries, for which it receives customary fees and expenses.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press Release, dated December 11, 2018, issued by The Brink's Company regarding share repurchase

99.2 Press Release, dated December 11, 2018, issued by The Brink's Company regarding Rodoban acquisition

SIGNATURE

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.

THE BRINK'S COMPANY
(Registrant)

Date: December 11, 2018

By: /s/ Ronald J. Domanico
Ronald J. Domanico
Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
99.1	Press Release, dated December 11, 2018, issued by The Brink's Company regarding share repurchase
99.2	Press Release, dated December 11, 2018, issued by The Brink's Company regarding Rodoban acquisition



PRESS RELEASE

Contact:
Investor Relations
804.289.9709

The Brink's Company
1801 Bayberry Court
P.O. Box 18100
Richmond, VA 23226-8100 USA
Tel. 804.289.9600
Fax 804.289.9770

FOR IMMEDIATE RELEASE

Brink's Announces \$50 Million Accelerated Share Repurchase

RICHMOND, Va., December 11, 2018 – The Brink's Company (NYSE:BCO), the global leader in total cash management, route-based secure logistics and payment solutions, today announced that it has entered into an accelerated share repurchase ("ASR") agreement with Bank of America Merrill Lynch to repurchase \$50 million of the company's common stock.

Under terms of the agreement, Brink's will pay \$50 million to Bank of America Merrill Lynch and will receive approximately 700,000 shares based on market prices representing approximately 80% of the total shares the company expects to repurchase under the ASR agreement. Brink's will receive additional shares over a time period ending by February 4, 2019, when the ASR transaction is expected to be completed. The final number of shares to be repurchased will be based on the volume-weighted average price of Brink's common stock during the term of the transaction, less a discount and subject to adjustments related to the terms and conditions of the ASR agreement. Brink's is funding the accelerated share repurchase with proceeds from its revolving credit facility.

Doug Pertz, president and CEO of Brink's, said: "The accelerated share repurchase demonstrates our commitment to delivering near-term value to our shareholders as well as our confidence that we will continue to execute our strategy and drive substantial shareholder value over the long term."

Brink's will execute the ASR under the \$200 million share repurchase authorization announced on May 8, 2017. Between June 30 and December 10, 2018, Brink's repurchased 610,177 shares for \$43.5 million, or an average price of \$71.22 per share. Upon completion of the ASR, the company will have approximately \$106 million remaining for share repurchases under the current authorization, which expires on December 31, 2019.

About The Brink's Company

The Brink's Company (NYSE:BCO) is the global leader in total cash management, secure route-based logistics and payment solutions including cash-in-transit, ATM services, cash management services (including vault outsourcing, money processing and intelligent safe services), and international transportation of valuables. Our customers include financial institutions, retailers, government agencies, mints, jewelers and other commercial operations. Our global network of operations in 41 countries serves customers in more than 100 countries. For more information, please visit our website at www.Brinks.com or call 804-289-9709.

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PRESS RELEASE

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Fax 804.289.9770

FOR IMMEDIATE RELEASE

Brink's Receives Antitrust Approval for Acquisition of Rodoban in Brazil

RICHMOND, Va., December 11, 2018 – The Brink's Company (NYSE:BCO), the global leader in total cash management, route-based secure logistics and payment solutions, today announced that it has received antitrust approval of its planned acquisition of Brazil-based Rodoban for approximately \$130 million in cash. The acquisition is expected to close by year-end or shortly thereafter. Based in the state of Minas Gerais, Rodoban provides cash-in-transit, money processing and ATM services primarily to customers in southeastern Brazil.

Over the last twelve months, Rodoban generated revenue of approximately \$78 million and adjusted EBITDA of approximately \$17 million. Rodoban is expected to be accretive to net income in 2019.

Doug Pertz, Brink's president and chief executive officer, said: "The integration of Rodoban with our current operations in Brazil will expand our service reach, improve our route density and yield other significant cost synergies. We will move quickly to achieve the anticipated cost and operational efficiencies, which we expect to result in a post-synergy purchase multiple of approximately 6.5X."

When the Rodoban transaction closes, Brink's will have completed nine acquisitions since March of 2017, for a total of \$1.05 billion.

About The Brink's Company

The Brink's Company (NYSE:BCO) is the global leader in total cash management, route-based secure logistics and payment solutions including cash-in-transit, ATM services, cash management services (including vault outsourcing, money processing and intelligent safe services), and international transportation of valuables. Our customers include financial institutions, retailers, government agencies, mints, jewelers and other commercial operations. Our global network of operations in 41 countries serves customers in more than 100 countries. For more information, please visit our website at www.Brinks.com or call 804-289-9709.

Forward Looking Statements

This release contains forward-looking information. Words such as "anticipate," "assume," "estimate," "expect," "target" "project," "predict," "intend," "plan," "believe," "potential," "may," "should" and similar expressions may identify forward-looking information. Forward-looking information in these materials includes, but is not limited to information regarding the impact of the Rodoban acquisition on the Company's results.

Forward-looking information in this document is subject to known and unknown risks, uncertainties and contingencies, which are difficult to predict or quantify, and which could cause actual results, performance or achievements to differ materially from those that are anticipated. These risks, uncertainties and contingencies, many of which are beyond our control, include, but are not limited to: our ability to improve profitability and execute further

cost and operational improvement and efficiencies in our core businesses; our ability to improve service levels and quality in our core businesses; market volatility and commodity price fluctuations; seasonality, pricing and other competitive industry factors; investment in information technology and its impact on revenue and profit growth; our ability to maintain an effective IT infrastructure and safeguard confidential information; our ability to effectively develop and implement solutions for our customers; risks associated with operating in foreign countries, including changing political, labor and economic conditions, regulatory issues, currency restrictions and devaluations, restrictions on and cost of repatriating earnings and capital, impact on the Company's financial results as a result of jurisdictions determined to be highly inflationary, and restrictive government actions, including nationalization; labor issues, including negotiations with organized labor and work stoppages; the strength of the U.S. dollar relative to foreign currencies and foreign currency exchange rates; our ability to identify, evaluate and complete acquisitions and other strategic transactions and to successfully integrate acquired companies; costs related to dispositions and market exits; our ability to obtain appropriate insurance coverage, positions taken by insurers relative to claims and the financial condition of insurers; safety and security performance and loss experience; employee, environmental and other liabilities in connection with former coal operations, including black lung claims; the impact of the Patient Protection and Affordable Care Act on legacy liabilities and ongoing operations; funding requirements, accounting treatment, and investment performance of our pension plans, the VEBA and other employee benefits; changes to estimated liabilities and assets in actuarial assumptions; the nature of hedging relationships and counterparty risk; access to the capital and credit markets; our ability to realize deferred tax assets; the outcome of pending and future claims, litigation, and administrative proceedings; public perception of our business, reputation and brand; changes in estimates and assumptions underlying critical accounting policies; the promulgation and adoption of new accounting standards, new government regulations and interpretation of existing standards and regulations.

This list of risks, uncertainties and contingencies is not intended to be exhaustive. Additional factors that could cause our results to differ materially from those described in the forward-looking statements can be found under "Risk Factors" in Item 1A of our Annual Report on Form 10-K for the period ended December 31, 2017, and in our other public filings with the Securities and Exchange Commission. The forward-looking information included in this document is representative only as of the date of this document and The Brink's Company undertakes no obligation to update any information contained in this document.

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