SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Pal Rohan	2. Issuer Name and Ticker or Trading Symbol <u>BRINKS CO</u> [BCO]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specifi					
(Last) (First) (Middle) 555 DIVIDEND DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2022							Officer (give title below) EVP, Chief Inf	below)			
(Street) COPPELL TX 75019 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Indi Line) X						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1. Title of Security (Instr. 3) Date (Month/	Day/Year) if a	A. Deemed xecution Date, any /onth/Day/Year)	3.4. Securities Acquired (A)Transaction Code (Instr. 8)Disposed Of (D) (Instr. 3, 4)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)			

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivativ 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. Transa Code (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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Plan Unit	(1)	02/28/2022		Α		55.9 ⁽²⁾		(1)	(1)	Common Stock	55.9	\$70.06 ⁽³⁾	6,017.85	D	
Plan Unit	(1)	03/01/2022		Α		17.26 ⁽⁴⁾		(1)	(1)	Common Stock	17.26	\$68.42 ⁽⁵⁾	6,035.11	D	

Explanation of Responses:

1. Units (each of which is the economic equivalent of one share of The Brink's Company ("BCO") common stock) credited to the Reporting Person's stock incentive account under the Key Employees' Deferred Compensation Program (the "Program") will settle in BCO common stock on a one-for-one basis and shall be distributed in accordance with the Reporting Person's deferral election either (1) following the Reporting Person's termination of employment with BCO or (2) on a future date selected by the Reporting Person at the time of his or her deferral election.

2. In accordance with the terms of the Program, on the last business day of each month, compensation deferred by the Reporting Person during that month and/or any matching amounts are converted into Units and credited to the Reporting Person's stock incentive account.

3. The number of Units credited to the Reporting Person's stock incentive account on the Transaction Date is based upon a share price of \$70.06, which is the closing price of BCO common stock on the final trading day of the month in which the deferred compensation would have been payable, 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 \$68.42, which is the closing price of BCO common stock on March 1, 2022, calculated in accordance with the terms of the Program.

Remarks:

/s/ Beth Davis, Attorney-in-Fact 03/02/2022

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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 is insufficient, see Instruction 6 for procedure.

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