FORM 4

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL	
	OMB Number:	3235-0287
	Estimated average burden	
ı	hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(h).

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

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) BRINKS CO [ BCO ] **BOYNTON PAUL G** X Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) (Middle) below) below) (Last) (First) 06/02/2014 1801 BAYBERRY COURT P.O. BOX 18100 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person 23226 RICHMOND V/A Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership Form: Direct (D) or Indirect 2. Transaction 2A. Deemed 5. Amount of Securities 7. Nature of Indirect Beneficial Execution Date. Transaction (Month/Day/Year) Beneficially if any Code (Instr. 5) Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Reported (Instr. 4) Transaction(s) (A) or (D) Price Code Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount 9. Number of 11. Nature 3. Transaction 8. Price of 10. Derivative Security (Instr. 3) Ownership Expiration Date (Month/Day/Year) of Indirect Beneficial Conversion **Execution Date** Transaction Derivative Securities Derivative Underlying Derivative Security (Month/Day/Year) Form: or Exercise Code (Instr. Securities if any (Month/Day/Year) Security (Instr. 5) Direct (D) Price of 8) Acquired (A) Beneficially Ownership or Indirect or Disposed of (D) (Instr. Owned Following Derivative (Instr. 3 and 4) (Instr. 4) Security (I) (Instr. 4)

## (DSAP) Explanation of Responses:

1. Under the terms of the Directors' Stock Accumulation Plan (the "DSAP"), the Reporting Person will be entitled to receive a distribution in The Brink's Company (the "Company") common stock in respect of all Brink's Units in the Reporting Person's account on a one-for-one basis following the Reporting Person's termination of service as a director.

Date

Exercisable

(1)

(D)

Expiration Date

Title

Stock

2. In accordance with the terms of the DSAP, Brink's Units (each of which is the economic equivalent of one share of the Company's common stock) were credited to the Reporting Person's account as a result of a dividend payment with respect to the Company's common stock. The number of Brink's Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$26.62, which is the average trading price of the Company's common stock on June 2, 2014, calculated in accordance with the terms of the DSAP.

#### Remarks:

Brink's

Units

/s/ Elizabeth C. Restivo

Amount

Number

Shares

16.12(2)

Elizabeth C. Restivo, Attorney- 06/03/2014

\$0.00

Reported Transaction(s)

4,306.56

D

(Instr. 4)

In-Fact

\*\* Signature of Reporting Person Date

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

 $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

06/02/2014

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

(A)

16.12<sup>(2)</sup>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.