| SEC Form 4 |
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FORM 4

| UNITED STATES SECURITIES | SAND EXCHANGE | COMMISSION |
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Washington, D.C. 20549

| OMB APF | ROVAL |
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| I | hours per response: | 0.5 |

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

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 Ferson | | | | r Name and Ticker I <u>KS CO</u> [BCO | | nbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| TURNER RONALD L | | | | - 1 | | X | Director | 10% C | Dwner | | | |
| (Last) 1801 BAYBERR P.O. BOX 18100 | | (Middle) | 3. Date 06/01/2 | of Earliest Transac 2012 | tion (Month/Da | y/Year) | | Officer (give title below) | Other below) | (specify) | | |
| (Street) RICHMOND | VA | 23226-8100 | 4. If Am | endment, Date of C | Driginal Filed (N | fonth/Day/Year) | 6. Indiv X | idual or Joint/Group Form filed by One Form filed by More | Reporting Perso | n | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
| 1 Title of Security / | (Instr 3) | | 2 Transaction | 2A Deemed | 3 | 4 Securities Acquired (A) | nr 🛛 | 5 Amount of | 6 Ownershin | 7 Nature of | | |

| Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (I 8) | ction | 4. Securities A Disposed Of (E | | , 4 and 5) | Securities Beneficially Owned | 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) | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative 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 Disposed of (Instr. 3, 4 a 5) | .) or f (D) | Expiration Date (Month/Day/Year) | | Securities Underlying | | Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) | 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) | | |
| Brink's Units (DSAP) | (1) | 06/01/2012 | | A | | 1,198.01 ⁽²⁾ | | (1) | (1) | Common Stock | 1,198.01(2) | \$0.00 | 11,085.22 ⁽³⁾ | D | |

Explanation of Responses:

1. The Reporting Person, as a participant in the Directors' Stock Accumulation Plan (the "DSAP"), will be entitled to receive a distribution in The Brink's Company ("Brink's") 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 Non-Employee Director, in accordance with the terms of the DSAP.

2. Brink's Units were credited to the Reporting Person's account under the DSAP as a result of an annual allocation, in accordance with the terms of the DSAP. The number of Brink's Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$22.12, which is the average trading price of Brink's common stock on June 1, 2012, calculated in accordance with the terms of the DSAP. 3. Includes a total of 160.88 Brink's Units representing shares of Brink's common stock that were credited to the Reporting Person's account under the DSAP on September 1 and December 1, 2011 and March 1 and June 1, 2012 as a result of dividend payments, in accordance with the terms of the DSAP.

Remarks:

/s/ Elizabeth C. Restivo

In-Fact

Elizabeth C. Restivo, Attorney- 06/05/2012

** Signature of Reporting Person Date

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

* 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.

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.