SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1	Address of Reporting P	erson*	2. Issuer Name and Ticker or Trading Symbol BRINKS CO [BCO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ALEWINE BETTY C				X Director 10% Owner					
				Officer (give title Other (specify					
	(First) BERRY COURT	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2013	below) below)					
P.O. BOX 18100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicab Line)					
(Street)				X Form filed by One Reporting Person					
(Street) RICHMONI	D VA	23226-8100	_	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)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 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 Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 9	e s I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	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		(Instr. 4)		
Brink's Units (DSAP)	(1)	06/03/2013		A		63.47 ⁽²⁾		(1)	(1)	Common Stock	63.47 ⁽²⁾	\$0.00	17,150.67 ⁽³⁾	D	
Brink's Units (DSAP)	(1)	06/03/2013		А		984.4 ⁽⁴⁾		(1)	(1)	Common Stock	984.4 ⁽⁴⁾	\$0.00	18,135.07	D	

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.

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 \$26.92, which is the average trading price of the Company's common stock on June 3, 2013, calculated in accordance with the terms of the DSAP.

3. Includes a total of 201.95 Brink's Units (each of which is the economic equivalent of one share of the Company's common stock) that were credited to the Reporting Person's account under the DSAP on September 4 and December 3, 2012 and March 1, 2013, as a result of dividend payments with respect to the Company's common stock.

4. 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 an annual allocation under 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 \$26.92, which is the average trading price of the Company's common stock on June 3, 2013, calculated in accordance with the terms of the DSAP.

Remarks:

<u>/s/ Elizabeth C. Restivo</u> Elizabeth C. Restivo, Attorney- 06/05/2013

<u>In-Fact</u>

** 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.