Edgar Filing: Dziedzic Joseph W - Form 4

Dziedzic Joseph V	N									
Form 4										
September 06, 20	12									
FORM 4			CECU	DITIEG					PPROVAL	
	SIAIES	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 average urs per . 0.5	
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type Respon	ises)									
1. Name and Address of Reporting Person <u>*</u> Dziedzic Joseph W			2. Issuer Name and Ticker or Trading Symbol BRINKS CO [BCO]				5. Relationship of Reporting Person(s) to Issuer			
				3. Date of Earliest Transaction			(Check all applicable)			
1801 BAYBERRY COURT, P.O. BOX 18100			(Month/Day/Year) 09/04/2012			Director 10% Owner X_ Officer (give title Other (specify below) below) Vice President and CFO				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
RICHMOND, VA	A 23226						Person	infore than one re	epotting	
(City) (S	State)	(Zip)	Tab	le I - Non-	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date h/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					infor requi	mation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

(Instr. 3)	Price of Derivative Security	(Month/Day/Year) (Instr. 8)	Acquired (or Disposed (D) (Instr. 3, 4, and 5)	d of				(Insti
			Code V	Y (A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Units	<u>(1)</u>	09/04/2012	А	387.79 (2)	<u>(1)</u>	(1)	Common Stock	387.79 (2)	\$ 2

Reporting Owners

Reporting Owner Name / Address	Relationships						
I O	Director	10% Owner	Officer	Other			
Dziedzic Joseph W 1801 BAYBERRY COURT P.O. BOX 18100 RICHMOND, VA 23226			Vice President and CFO				
Signatures							

/s/ Elizabeth C. Restivo Elizabeth C. Restivo, Attorney-in-Fact

**Signature of Reporting Person

Date

09/06/2012

Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

with BCO, subject to and in accordance with the terms of the Program.

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

Under the terms of the Key Employees' Deferred Compensation Program (the "Program"), the Reporting Person has chosen to make deferrals to an incentive account. These deferrals, plus amounts matched by The Brink's Company ("BCO") and amounts credited for (1) dividend payments, will settle in BCO common stock on a one-for-one basis following the Reporting Person's termination of employment

On the first business day of each month, salary deferred to the Reporting Person's account during the previous month, plus any matching (2) amounts, is converted into Units (each of which is the economic equivalent of one share of BCO common stock) and credited to the Reporting Person's account in accordance with the terms of the Program.

- The number of Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$22.74, which is (3) the average trading price of BCO common stock for the month of August 2012, calculated in accordance with the terms of the Program.
- Includes 101.86 Units (each of which is the economic equivalent of one share of BCO common stock) that were credited to the Reporting (4) Person's account under the Program as a result of a dividend payment, in accordance with the terms of the Program.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.