Edgar Filing: Dziedzic Joseph W - Form 4

June 05, 2012 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 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 OF SECURITIES Stimated average burden hours per response Stimated average burden hours per response 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 1(b). Stimated average burden hours per response Stimated average burden hours per response	Dziedzic Joseph W							
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL Washington, D.C. 20549 OMB Wumber: 3 235-0287 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may contine. Section 17(a) of the Public Utility Holding Company Act of 1935, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 S. Relationship of Reporting Person(s) to Issuer (Print or Type Response) 1. Sucer Name and Ticker or Trading Symbol BRINKS CO [BCO] S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Midde) 3. Date of Earliest Transaction (Month/Day/Year) S. Relationship of Reporting Person(s) to Issuer 1801 BAYBERRY EXCENTIOND, VA 23226 (Steer) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) -X. Form filed by More Reporting Person Person (City) (Steer) 2. Transaction Date (Month/Day/Year) 3. A. Securities TransactionAcquired (A) or Code 5. Amount of Code 6. Ownership Owner 6. Ownership Person	Form 4							
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Washington, D.C. 20549 State 3225-0287 Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Stanuary 31, Express: 2005 Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935, section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). (Print or Type Responses) I. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer 1801 BAYBERRY COURT, P.O. 06/01/2012	FORM 4 UNITED	STATES SE	FCURITIES /	ND FYCHANCE	COMMISSION		PPROVAL	
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(A) Transaction(s) or (Instr. 3 and 4)						Instr. 4)	(Instr. 4)	
(1nstr - 3 and 4)								
			Code V		(Instr. 3 and 4)			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.	Reminder: Report on a separate line	e for each class o	of securities bene		-			
Persons who respond to the collection of information contained in this form are notSEC 1474(9-02)					-			
required to respond unless the form				required to resp	ond unless the form	n	(, , , , , , , , , , , , , , , , , , ,	
displays a currently valid OMB control number.					ntly valid OMB con	trol		

 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	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securit

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	of				(Instr.
			Code V	(A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Units	<u>(1)</u>	06/01/2012	А	369.9 (2)	(1)	(1)	Common Stock	369.9 (2)	\$ 23. (3)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	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 Elizabe Attorney-in-Fact	eth C. Res	stivo,	06/05/201	2			
<u>**</u> Signature of Repo	orting Person		Date				

Explanation of Responses:

- * 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).

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) determs to an internet account. These determs, just another matched by the Brink's company (BCO') and another created for dividend payments, will settle in BCO common stock on a one-for-one basis following the Reporting Person's termination of employment with BCO, subject to and in accordance with the terms of the Program.

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 representing shares of BCO common stock and credited to the Reporting Person's account in accordance with the terms of the Program.

- (3) The number of Units credited to the Reporting Person's account on the Transaction Date is based upon a share price of \$23.84, which is the average trading price of BCO common stock for the month of May 2012, calculated in accordance with the terms of the Program.
- (4) Includes 96.54 Units representing shares of BCO common stock that were credited to the Reporting 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.