

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Herling Michael J</u>			2. Issuer Name and Ticker or Trading Symbol <u>BRINKS CO [ BCO ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2021</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	
1801 BAYBERRY COURT P.O. BOX 18100			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street) <u>RICHMOND VA 23226</u>						
(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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/07/2021		M <sup>(1)</sup>		3,089	A	(2)	15,390	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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) (Instr. 4)	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
Deferred Stock Units	(2)	05/07/2021		M			3,089	(3)	(3)	Common Stock	3,089	\$0.00	21,539 <sup>(4)</sup>	D	
Deferred Stock Units	(5)	05/07/2021		A		1,818		(5)	(5)	Common Stock	1,818	\$0.00	23,357 <sup>(4)</sup>	D	

**Explanation of Responses:**

- Represents the conversion upon vesting of Deferred Stock Units ("DSUs") into The Brink's Company (the "Company") Common Stock. On May 7, 2021, 3,089 DSUs, which were granted to the Reporting Person on May 8, 2020, vested. Such DSUs were previously reported in Table II on a Form 4 filed with the Securities and Exchange Commission on May 12, 2020.
- Each DSU represents the right to receive, at settlement, one share of Company Common Stock.
- This DSU award was granted on May 8, 2020 and vested in full on May 7, 2021.
- Includes 21,539 DSUs that have vested and will be settled in Company common stock on a one-for-one basis on a future date selected by the Reporting Person at the time of his or her deferral election.
- Subject to the terms and conditions of the 2017 Equity Incentive Plan and a DSU Award Agreement (the "Award Agreement"), the Reporting Person has been granted DSUs that vest upon the earlier of: (1) the one year anniversary of the grant date; and (2) the following year's annual meeting of shareholders, but in any event the DSUs shall not have a vesting period of less than six months. The vesting accelerates upon a change in control of The Company. The DSUs will be settled in Company common stock on a one-for-one basis upon vesting. Pursuant to terms of the Award Agreement, the DSUs will be forfeited if the director ceases to serve as a member of the Board of Directors of the Company prior to the expiration of the vesting period.

**Remarks:**

/s/Lindsay K. Blackwood,  
Attorney-in-Fact

05/11/2021

\*\* 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.