

BRINKS CO  
Form 8-K/A  
July 17, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K/A  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): May 5, 2017

THE BRINK'S COMPANY

(Exact name of registrant as specified in its charter)

Virginia 001-09148 54-1317776  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)  
1801 Bayberry Court  
P. O. Box 18100  
Richmond, VA 23226-8100  
(Address and zip code of  
principal executive offices)

Registrant's telephone number, including area code: (804) 289-9600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting materials pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

EXPLANATORY NOTE

This current report on Form 8-K/A (the “Amendment”) amends the Current Report on Form 8-K filed by The Brink’s Company (the “Company”) with the Securities and Exchange Commission (the “SEC”) on May 9, 2017 (the “Original Form 8-K”). The Original Form 8-K reported the final voting results of the Company’s Annual Meeting of Shareholders held on May 5, 2017 (the “2017 Annual Meeting”). The sole purpose of this Amendment is to disclose, as required by SEC regulations, the Company’s decision regarding how frequently it will conduct future shareholder advisory votes on the compensation of its named executive officers (“Say on Pay”). No other changes have been made to the Original Form 8-K.

Item 5.07 Submission of Matters to a Vote of Security Holders

(d) As reported on the Original Form 8-K, at the 2017 Annual Meeting, shareholders cast approximately 84% of votes in favor of holding future Say on Pay votes on an annual basis, in accordance with the recommendation of the Company’s Board of Directors (the “Board”). After considering the results of the 2017 Annual Meeting, the Board has determined that the Company will hold future Say on Pay votes on an annual basis until the next advisory vote on the frequency of Say on Pay votes, which is expected to occur no later than at the 2023 Annual Meeting of Shareholders.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**THE BRINK'S COMPANY**  
(Registrant)

Date: July 17, 2017 By: /s/ McAlister C. Marshall, II  
McAlister C. Marshall, II  
Senior Vice President, General Counsel and Chief Administrative Officer