

BRINKS CO
Form SC 13D/A
December 16, 2014

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 4)

The Brink's Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

(CUSIP Number) 109696104

David Goldman
GAMCO Investors, Inc.
One Corporate Center
Rye, New York 10580-1435
(914) 921-5000
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

December 16, 2014
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP No. 109696104

1 Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)
Gabelli Funds, LLC

I.D. No.

13-4044523

2 Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE
INSTRUCTIONS)

00-Funds of investment
advisory clients

5 Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6 Citizenship or place of
organization
New York

Number Of :⁷ Sole voting power

Shares : 829,752 (Item 5)

Beneficially :⁸ Shared voting power

Owned : None

By Each :⁹ Sole dispositive power

Reporting : 829,752 (Item 5)

Person :¹⁰ Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

12 829,752 (Item 5)
Check box if the aggregate
amount in row (11) excludes
certain shares

13 (SEE INSTRUCTIONS)
Percent of class represented
by amount in row (11)

14 1.71%
Type of reporting person
(SEE INSTRUCTIONS)
IA, CO

2

CUSIP No. 109696104

1 Names of reporting persons
 I.R.S. identification nos. of
 above persons (entities only)
 GAMCO Asset
 Management, Inc. I.D. No.
 13-4044521
 Check the appropriate box if
 a member of a group (SEE
 INSTRUCTIONS) (a)

2
 (b)

3 Sec use only

4 Source of funds (SEE
 INSTRUCTIONS)
 00-Funds of investment
 advisory clients

5 Check box if disclosure of
 legal proceedings is required
 pursuant to items 2 (d) or 2
 (e)

6 Citizenship or place of
 organization
 New York

Number Of :7 Sole voting power

Shares : 2,840,699 (Item 5)

Beneficially :8 Shared voting power

Owned : None

By Each :9 Sole dispositive power

Reporting : 3,096,999 (Item 5)

Person :10 Shared dispositive power

With : None

11 Aggregate amount
 beneficially owned by each
 reporting person

12 3,096,999 (Item 5)
Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

14 6.38%
Type of reporting person
(SEE INSTRUCTIONS)
IA, CO

3

CUSIP No. 109696104

1 Names of reporting persons
 I.R.S. identification nos. of above persons (entities only)
 Teton Advisors, Inc. I.D. No. 13-4008049
 Check the appropriate box if a member of a group (SEE INSTRUCTIONS) (a)

2 (b)

3 Sec use only

4 Source of funds (SEE INSTRUCTIONS)
 00 – Funds of investment advisory client.

5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)

6 Citizenship or place of organization
 Delaware

Number Of	: 7	Sole voting power
Shares	:	14,500 (Item 5)
Beneficially	: 8	Shared voting power
Owned	:	None
By Each	: 9	Sole dispositive power
Reporting	:	14,500 (Item 5)
Person	: 10	Shared dispositive power
With	:	None

11 Aggregate amount beneficially owned by each reporting person
 14,500 (Item 5)

12 Check box if the aggregate amount in row (11) excludes certain shares
 (SEE INSTRUCTIONS)

13 Percent of class represented by amount in row (11)
 0.03%

14 Type of reporting person (SEE
 INSTRUCTIONS)

IA, CO

4

CUSIP No. 109696104

1 Names of reporting persons
 I.R.S. identification nos. of
 above persons (entities only)
 Gabelli Securities, Inc.
 I.D. No.

13-3379374

2 Check the appropriate box if
 a member of a group (SEE
 INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE
 INSTRUCTIONS)
 00 – Client funds

5 Check box if disclosure of
 legal proceedings is required
 pursuant to items 2 (d) or 2
 (e)

6 Citizenship or place of
 organization
 Delaware

Number Of :⁷ Sole voting power

Shares : 4,000 (Item 5)

Beneficially :⁸ Shared voting power

Owned : None

By Each :⁹ Sole dispositive power

Reporting : 4,000 (Item 5)

Person :¹⁰ Shared dispositive power

With : None

11 Aggregate amount
 beneficially owned by each
 reporting person

4,000 (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares

(SEE INSTRUCTIONS)

13 Percent of class represented
by amount in row (11)

0.01%

14 Type of reporting person
(SEE INSTRUCTIONS)

HC, CO, IA

5

CUSIP No. 109696104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 GGCP, Inc.

I.D. No.

13-3056041

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

2

(b)

3

Sec use only

4

Source of funds (SEE
INSTRUCTIONS)
None

5

Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6

Citizenship or place of
organization
Wyoming

Number Of :⁷ Sole voting power

Shares : None (Item 5)

Beneficially :⁸ Shared voting power

Owned : None

By Each :⁹ Sole dispositive power

Reporting : None (Item 5)

Person :¹⁰ Shared dispositive power

With : None

11 Aggregate amount
beneficially owned by each
reporting person

None (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS) X

13 Percent of class represented
by amount in row (11)

0.00%

14 Type of reporting person
(SEE INSTRUCTIONS)
HC, CO

6

CUSIP No. 109696104

Names of reporting persons
I.R.S. identification nos. of
above persons (entities only)

1 GAMCO Investors, Inc.

I.D.

No. 13-4007862

Check the appropriate box if
a member of a group (SEE
INSTRUCTIONS) (a)

(b)

3 Sec use only

4 Source of funds (SEE
INSTRUCTIONS)
None

5 Check box if disclosure of
legal proceedings is required
pursuant to items 2 (d) or 2
(e)

6 Citizenship or place of
organization
Delaware

Number Of :⁷ Sole voting power

Shares :
: None (Item 5)

Beneficially :⁸ Shared voting power

Owned :
: None

By Each :⁹ Sole dispositive power

Reporting :
: None (Item 5)

Person :¹⁰ Shared dispositive power

With :
: None

11 Aggregate amount
beneficially owned by each
reporting person

None (Item 5)

12 Check box if the aggregate
amount in row (11) excludes
certain shares
(SEE INSTRUCTIONS) X

13 Percent of class represented
by amount in row (11)

0.00%

14 Type of reporting person
(SEE INSTRUCTIONS)
HC, CO

7

CUSIP No. 109696104

1 Names of reporting persons
I.R.S. identification nos. of above persons (entities only)
Mario J. Gabelli
Check the appropriate box if a member of a group (SEE INSTRUCTIONS)

2
(b)

3 Sec use only

4 Source of funds (SEE INSTRUCTIONS)
Private Funds

5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)

6 Citizenship or place of organization
USA

Number : 7
Of : Sole voting power
:
Shares : 8,000 (Item 5)
:
Beneficially : 8
Owned : Shared voting power
:
Owned : None
:
By Each : 9
By Each : Sole dispositive power
:
Reporting: 8,000 (Item 5)
:
Person : 10
Person : Shared dispositive power
:
With :
With : None

11 Aggregate amount beneficially owned by each reporting person
8,000 (Item 5)

12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X

13 Percent of class represented by amount in row (11)
0.02%

14 Type of reporting person (SEE INSTRUCTIONS)

IN

8

Item 1. Security and Issuer

This Amendment No. 4 to Schedule 13D on the Common Stock of The Brink's Company (the "Issuer") is being filed on behalf of the undersigned to amend the Schedule 13D, as amended (the "Schedule 13D"), which was originally filed on February 13, 2012. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meanings as set forth in the Schedule 13D.

Item 2. Identity and Background

Item 2 to Schedule 13D is amended, in pertinent part, as follows:

This statement is being filed by Mario J. Gabelli ("Mario Gabelli") and various entities which he directly or indirectly controls or for which he acts as chief investment officer. These entities engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner or the equivalent of various private investment partnerships or private funds. Certain of these entities may also make investments for their own accounts. The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: GGCP, Inc. ("GGCP"), GGCP Holdings LLC ("GGCP Holdings"), GAMCO Investors, Inc. ("GBL"), Gabelli Funds, LLC ("Gabelli Funds"), GAMCO Asset Management Inc. ("GAMCO"), Teton Advisors, Inc. ("Teton Advisors"), Gabelli Securities, Inc. ("GSI"), G.research, Inc. ("G.research"), MJG Associates, Inc. ("MJG Associates"), Gabelli Foundation, Inc. ("Foundation"), MJG-IV Limited Partnership ("MJG-IV"), and Mario Gabelli. Those of the foregoing persons signing this Schedule 13D are hereinafter referred to as the "Reporting Persons".

GGCP makes investments for its own account and is the manager and a member of GGCP Holdings which is the controlling shareholder of GBL. GBL, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including those named below.

GAMCO, a wholly-owned subsidiary of GBL, is an investment adviser registered under the Investment Advisers Act of 1940, as amended ("Advisers Act"). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GSI, a majority-owned subsidiary of GBL, is an investment adviser registered under the Advisers Act and serves as a general partner or investment manager to limited partnerships and offshore investment companies and other accounts. As a part of its business, GSI may purchase or sell securities for its own account. GSI is a general partner or investment manager of a number of funds or partnerships, including Gabelli Associates Fund, L.P., Gabelli Associates Fund II, L.P., Gabelli Associates Limited, Gabelli Associates Limited II E, ALCE Partners, L.P., Gabelli Capital Structure Arbitrage Fund LP, Gabelli Capital Structure Arbitrage Fund Limited, Gabelli Intermediate Credit Fund L.P., Gabelli Japanese Value Partners L.P., GAMA Select Energy + L.P., GAMCO Medical Opportunities L.P., GAMCO Long/Short Equity Fund, L.P., Gabelli Multimedia Partners, L.P, Gabelli International Gold Fund Limited and Gabelli Green Long/Short Fund, L.P.

G.research, a wholly-owned subsidiary of GSI, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended ("1934 Act"), which as a part of its business regularly purchases and sells securities for its own account.

Gabelli Funds, a wholly owned subsidiary of GBL, is a limited liability company. Gabelli Funds is an investment adviser registered under the Advisers Act which provides advisory services for The Gabelli Equity Trust Inc., The Gabelli Asset Fund, The GAMCO Growth Fund, The Gabelli Convertible and Income Securities Fund Inc., The Gabelli Value 25 Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC Fund, The GAMCO Global Telecommunications Fund, The Gabelli Gold Fund, Inc., The Gabelli Multimedia Trust

Inc., The Gabelli Global Rising Income & Dividend Fund, The Gabelli Capital Asset Fund, The GAMCO International Growth Fund, Inc., The GAMCO Global Growth Fund, The Gabelli Utility Trust, The GAMCO Global Opportunity Fund, The Gabelli Utilities Fund, The Gabelli Dividend Growth Fund, The GAMCO Mathers Fund, The Gabelli Focus Five Fund, The Comstock Capital Value Fund, The Gabelli Dividend and Income Trust, The Gabelli Global Utility & Income Trust, The GAMCO Global Gold, Natural Resources, & Income Trust, The GAMCO Natural Resources Gold & Income Trust, The GDL Fund, Gabelli Enterprise Mergers & Acquisitions Fund, The Gabelli SRI Fund, Inc., The Gabelli Healthcare & Wellness^{Rx} Trust, and The Gabelli Global Small and Mid Cap Value Trust (collectively, the "Funds"), which are registered investment companies. Gabelli Funds is also the investment adviser to The GAMCO International SICAV (sub-funds GAMCO Strategic Value and GAMCO Merger Arbitrage), a UCITS III vehicle.

Teton Advisors, an investment adviser registered under the Advisers Act, provides discretionary advisory services to The TETON Westwood Mighty Mitessm Fund, The TETON Westwood Income Fund, The TETON Westwood SmallCap Equity Fund, and The TETON Westwood Mid-Cap Equity Fund.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates. MJG Associates is the Investment Manager of Gabelli International Limited and Gabelli Fund, LDC. Mario J. Gabelli is the general partner of Gabelli Performance Partnership, LP.

The Foundation is a private foundation. Mario Gabelli is the Chairman, a Trustee and the Investment Manager of the Foundation. Elisa M. Wilson is the President of the Foundation.

Mario Gabelli is the controlling stockholder, Chief Executive Officer and a director of GGCP and Chairman and Chief Executive Officer of GBL. Mario Gabelli is also a member of GGCP Holdings. Mario Gabelli is the controlling shareholder of Teton.

MJG-IV is a family partnership in which Mario Gabelli is the general partner. Mario Gabelli has less than a 100% interest in MJG-IV. MJG-IV makes investments for its own account. Mario Gabelli disclaims ownership of the securities held by MJG-IV beyond his pecuniary interest.

The Reporting Persons do not admit that they constitute a group.

GAMCO and G.research are New York corporations and GBL, GSI, and Teton Advisors are Delaware corporations, each having its principal business office at One Corporate Center, Rye, New York 10580. GGCP is a Wyoming corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. GGCP Holdings is a Delaware limited liability corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. Gabelli Funds is a New York limited liability company having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. The Foundation is a Nevada corporation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501.

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(d) – Not applicable.

(e) – Not applicable.

(f) – Reference is made to Schedule I hereto.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 to Schedule 13D is amended, in pertinent part, as follows:

The Reporting Persons used an aggregate of approximately \$6,768,777 to purchase the additional Securities reported as beneficially owned in Item 5 since the most recent filing on Schedule 13D. GAMCO and Gabelli Funds used approximately \$5,044,195 and \$1,724,582, respectively, of funds that were provided through the accounts of certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the additional Securities for such clients. GSI used approximately \$95,459 of client funds to purchase the additional Securities reported by it.

Item 4. Purpose of Transaction

Item 4 to Schedule 13D is amended, in pertinent part, as follows:

GAMCO is considering the nomination of one or more directors for election at the 2015 meeting. GAMCO continues to believe the company trades at a significant discount to its Private Market Value.

Item 5. Interest In Securities Of The Issuer

Item 5 to Schedule 13D is amended, in pertinent part, as follows:

(a) The aggregate number of Securities to which this Schedule 13D relates is 3,953,251 shares, representing 8.14% of the 48,573,324 shares outstanding as reported in the Issuer's most recently filed Form 10-Q for the quarterly period ended September 30, 2014. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Common Stock	% of Class of Common
GAMCO	3,096,999	6.38%
Gabelli Funds	829,752	1.71%
Teton Advisors	14,500	0.03%
Mario Gabelli	8,000	0.02%
GSI	4,000	0.01%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GSI is deemed to have beneficial ownership of the Securities owned beneficially by G.research. GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have authority to vote 256,300 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 16, 2014

GGCP, INC.
MARIO J. GABELLI

By: /s/ Douglas R. Jamieson
Douglas R. Jamieson
Attorney-in-Fact

TETON ADVISORS, INC.

By: /s/ David Goldman
David Goldman
General Counsel – Teton Advisors, Inc.

GAMCO ASSET MANAGEMENT INC.
GAMCO INVESTORS, INC.
GABELLI FUNDS, LLC

By: /s/ Douglas R. Jamieson
Douglas R. Jamieson
President & Chief Operating Officer – GAMCO Investors, Inc.
President – GAMCO Asset Management Inc.
President & Chief Operating Officer of the sole member of
Gabelli Funds, LLC

Schedule I

Information with Respect to Executive
Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli Securities, Inc., G.research, Inc., Teton Advisors, Inc., or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GGCP, Inc.

Directors:

Mario J. Gabelli

Chief Executive
Officer of GGCP,
Inc., and
Chairman &
Chief Executive
Officer of
GAMCO
Investors, Inc.;
Director/Trustee
of all registered
investment
companies
advised by
Gabelli Funds,
LLC.

Marc J. Gabelli

Chairman of The
LGL Group, Inc.
2525 Shader
Road
Orlando, FL
32804

Matthew R. Gabelli

Vice President –
Trading
G.research, Inc.
One Corporate
Center
Rye, NY 10580

Charles C. Baum

Secretary &
Treasurer
United Holdings
Co., Inc.
2545 Wilkens
Avenue
Baltimore, MD
21223

Fredric V. Salerno

Chairman;
Former Vice
Chairman and
Chief Financial
Officer
Verizon
Communications

Officers:

Mario J. Gabelli	Chief Executive Officer and Chief Investment Officer
Marc J. Gabelli	President Vice President,
Silvio A. Berni	Assistant Secretary and Controller

GGCP Holdings LLC
Members:

GGCP, Inc.	Manager and Member
Mario J. Gabelli	Member

GAMCO Investors, Inc.
Directors:

Edwin L. Artzt	Former Chairman and Chief Executive Officer Procter & Gamble Company 900 Adams Crossing Cincinnati, OH 45202
Raymond C. Avansino	
Richard L. Bready	Chairman & Chief Executive Officer E.L. Wiegand Foundation
Marc J. Gabelli	165 West Liberty Street Reno, NV 89501
	Former Chairman and Chief Executive Officer Nortek, Inc. 50 Kennedy Plaza Providence, RI 02903

See above

See above

Mario J. Gabelli
Elisa M. Wilson
Director
c/o GAMCO
Investors, Inc.
One Corporate
Center
Rye, NY 10580

Eugene R. McGrath
Former Chairman
and Chief
Executive Officer
Consolidated
Edison, Inc.
4 Irving Place
New York, NY
10003

Robert S. Prather
President &
Chief Executive
Officer
Heartland Media,
LLC
1843 West
Wesley Road
Atlanta, GA
30327

Officers:

Mario J. Gabelli
Chairman and
Chief Executive
Officer

Douglas R. Jamieson
Henry G. Van der Eb
President and
Chief Operating
Officer

Bruce N. Alpert
Senior Vice
President

Agnes Mullady
Robert S. Zuccaro
Senior Vice
President

Kevin Handwerker
Senior Vice
President

Executive Vice
President and
Chief Financial
Officer

Executive Vice
President,
General Counsel
and Secretary

GAMCO Asset Management Inc.
Directors:

Douglas R. Jamieson
Regina M. Pitaro
William S. Selby

Officers:

Mario J. Gabelli
Chief Executive
Officer and Chief
Investment
Officer – Value
Portfolios

Douglas R. Jamieson
President, Chief
Operating Officer
and Managing
Director

Robert S. Zuccaro
Chief Financial
Officer

David Goldman
General Counsel,
Secretary &
Chief
Compliance
Officer

Gabelli Funds, LLC
Officers:

Mario J. Gabelli
Chief Investment
Officer – Value
Portfolios

Bruce N. Alpert
Executive Vice
President and
Chief Operating
Officer

Edgar Filing: BRINKS CO - Form SC 13D/A

Agnes Mullady
President and
Chief Operating
Officer – Open
End Fund
Division

Robert S. Zuccaro
Chief Financial
Officer

David Goldman
General Counsel

Teton Advisors, Inc.

Directors:

Howard F. Ward
Chairman of the
Board

Nicholas F. Galluccio
Chief Executive
Officer and
President

John Tesoro

Officers:

Howard F. Ward
See above

Nicholas F. Galluccio
See above

Robert S. Zuccaro
Chief Financial
Officer

David Goldman
General Counsel

Tiffany Hayden
Secretary

Gabelli Securities, Inc.

Directors:

Robert W. Blake
President of W.
R. Blake & Sons,
Inc.
196-20 Northern
Boulevard
Flushing, NY
11358

Douglas G. DeVivo
Co-Chairman of
the Board and
DeVivo Asset
Management
Company LLC
P.O. Box 2048
Menlo Park, CA
94027

Marc J. Gabelli Co-Chairman of
the Board
Douglas R. Jamieson President

Daniel R. Lee Chief Executive
Officer
Full House
Resorts, Inc.
4670 South Ford
Apache Road,
Suite 190
Las Vegas, NV
89147

William C. Mattison, Jr.
Salvatore F. Sodano Vice Chairman

Officers:

Douglas R. Jamieson See above
Robert S. Zuccaro Chief Financial Officer
Diane M. LaPointe Controller
David M. Goldman General Counsel and Secretary
Joel Torrance Chief Compliance Officer

G.research, Inc.

Directors:

Irene Smolicz Senior Trader – G.research, Inc.
Daniel M. Miller Chairman

Cornelius V. McGinity President

Officers:

Daniel M. Miller See above
Cornelius V. McGinity See above
Bruce N. Alpert Vice President
Diane M. LaPointe Controller and Financial & Operations Principal
Douglas R. Jamieson Secretary
David M. Goldman Assistant Secretary
Josephine D. LaFauci Chief Compliance Officer

Gabelli Foundation, Inc.

Officers:

Mario J. Gabelli	Chairman, Trustee & Chief Investment Officer
Elisa M. Wilson	President
Marc J. Gabelli	Trustee
Matthew R. Gabelli	Trustee
Michael Gabelli	Trustee

MJG-IV Limited Partnership

Officers:

Mario J. Gabelli	General Partner
------------------	-----------------

SCHEDULE II
 INFORMATION WITH RESPECT TO
 TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR
 SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

DATE	SHARES PURCHASED SOLD(-)	AVERAGE PRICE(2)
------	-----------------------------	---------------------

COMMON STOCK-BRINK'S COMPANY

MARIO J. GABELLI

12/01/14	4,000-	21.6000
----------	--------	---------

10/30/14	4,000	19.6164
----------	-------	---------

GABELLI SECURITIES, INC.

10/30/14	1,000	19.6164
----------	-------	---------

GAMCO ASSET MANAGEMENT INC.

12/15/14	6,500-	22.3685
----------	--------	---------

12/15/14	3,200-	22.5347
----------	--------	---------

12/12/14	500-	22.0001
----------	------	---------

12/12/14	1,500-	22.2605
----------	--------	---------

12/12/14	1,000-	22.0110
----------	--------	---------

12/12/14	500	22.3417
----------	-----	---------

12/11/14	2,000-	22.3503
----------	--------	---------

12/11/14	1,000-	22.4200
----------	--------	---------

12/11/14	500-	22.2914
----------	------	---------

12/10/14	400-	22.7900
----------	------	---------

12/10/14	2,500-	22.8272
----------	--------	---------

12/10/14	300-	22.7300
----------	------	---------

12/09/14	6,300-	23.1285
----------	--------	---------

12/08/14	500-	22.3502
----------	------	---------

12/08/14	1,000-	22.4101
----------	--------	---------

12/08/14	1,000-	22.3870
----------	--------	---------

12/08/14	5,750	*DI
----------	-------	-----

12/05/14	400-	22.4650
----------	------	---------

12/05/14	1,000-	22.4200
----------	--------	---------

12/05/14	400-	*DO
----------	------	-----

12/05/14	500-	22.6201
----------	------	---------

12/05/14	2,000-	22.6248
----------	--------	---------

12/04/14	1,800-	22.2400
----------	--------	---------

12/04/14	500-	22.2000
----------	------	---------

12/04/14	500-	22.3410
----------	------	---------

12/03/14	400	22.2600
----------	-----	---------

12/03/14	5,000-	*DO
----------	--------	-----

12/02/14	700-	21.9500
----------	------	---------

12/02/14	400-	22.0000
----------	------	---------

12/02/14	1,000	21.9220
----------	-------	---------

12/02/14	200-	21.9300
----------	------	---------

12/02/14	330-	21.9001
----------	------	---------

12/02/14	900-	21.9000
----------	------	---------

12/02/14	5,800-	21.8944
----------	--------	---------

12/02/14	1,000-	21.8897
----------	--------	---------

12/02/14	250-	*DO
----------	------	-----

Edgar Filing: BRINKS CO - Form SC 13D/A

12/02/14	1,400-	21.9321
12/01/14	500	21.6700
12/01/14	1,400-	21.8110
12/01/14	800-	21.7013
12/01/14	3,000-	21.7000
12/01/14	100-	21.6500
11/28/14	500-	21.8200
11/28/14	1,000-	21.7530
11/28/14	500	21.7802
11/28/14	300	21.7600
11/26/14	500	22.1700
11/26/14	1,000	22.1550
11/26/14	7,500	22.0793
11/26/14	1,500	22.0099
11/26/14	1,000-	21.9646
11/26/14	500-	21.9740
11/26/14	1,200	22.0075
11/25/14	1,600	22.0803
11/25/14	4,100-	22.0398
11/25/14	15,000	22.1406
11/25/14	4,200	22.1383
11/25/14	7-	21.9800
11/25/14	400	22.0097
11/25/14	1,500-	22.1154
11/24/14	500-	21.7500
11/24/14	400	21.9099
11/24/14	300	21.8756
11/24/14	5,200	21.7626
11/21/14	650	21.6399
11/21/14	1,600	21.7544
11/21/14	400	21.6950
11/21/14	1,500	21.6890
11/21/14	4,500	21.6758
11/21/14	300	21.6499
11/21/14	500-	21.7399
11/20/14	2,500-	21.1596
11/20/14	500	21.0499
11/20/14	3,500	21.0133
11/19/14	1,000	21.0460
11/19/14	3,000	21.0063
11/19/14	500-	21.0114
11/19/14	500-	21.1760
11/18/14	1,100-	21.3105
11/18/14	1,100	21.3105
11/18/14	4,500	21.7403
11/18/14	1,100-	21.3673
11/17/14	4,500	21.5150
11/17/14	500-	21.4500
11/14/14	300	21.4995
11/14/14	6,000-	21.5277
11/13/14	2,000	21.6800

Edgar Filing: BRINKS CO - Form SC 13D/A

11/13/14	1,300	21.4438
11/13/14	600	21.3755
11/13/14	4,000-	21.5851
11/13/14	200-	21.4800
11/13/14	250-	21.4340
11/13/14	1,200-	21.4000
11/13/14	600-	*DO
11/13/14	500-	21.3890
11/12/14	500	21.4255
11/12/14	5,000-	21.4859
11/12/14	500	21.5300
11/12/14	2,500	21.5082
11/11/14	500	21.3799
11/11/14	1,000	21.3550
11/11/14	500	21.3380
11/11/14	1,000-	21.4100
11/11/14	5,000-	21.3329
11/11/14	300-	21.2940
11/10/14	400	21.5100
11/10/14	5,000-	21.4027
11/10/14	3,500	21.5700
11/07/14	1,000	21.5200
11/07/14	900	21.5417
11/06/14	500	21.4352
11/06/14	1,000	21.4600
11/06/14	1,200-	21.4400
11/05/14	200	21.2500
11/05/14	1,000	21.3800
11/05/14	300	21.3167
11/05/14	2,800	21.3000
11/05/14	500-	21.3000
11/04/14	500-	20.8500
11/04/14	600	20.8399
11/04/14	500	20.8900
11/04/14	500	20.8858
11/04/14	800	20.8650
11/04/14	200-	20.8600
11/04/14	400	20.8326
11/04/14	400	20.8099
11/04/14	300-	20.8700
11/04/14	120-	20.8400
11/03/14	500	21.1400
11/03/14	2,800	21.2106
11/03/14	1,000	21.1850
10/31/14	1,650	20.7960
10/31/14	800	20.8313
10/31/14	200	20.8400
10/31/14	1,500-	20.8964
10/30/14	3,100	19.6754
10/30/14	500	19.3700
10/30/14	500	19.4999

Edgar Filing: BRINKS CO - Form SC 13D/A

10/30/14	200	20.2900
10/30/14	900	20.2667
10/30/14	300	20.1499
10/30/14	1,400	20.1386
10/30/14	200	20.1040
10/30/14	330	20.0900
10/30/14	700	19.5385
10/30/14	800	20.0800
10/30/14	500	20.0400
10/30/14	1,000	20.0300
10/30/14	2,000	20.0295
10/30/14	400	19.9750
10/30/14	7,200	19.8814
10/30/14	6,000	19.5685
10/30/14	500-	19.6780
10/29/14	800	22.6081
10/29/14	800	22.6686
10/28/14	400	22.1799
10/28/14	1,100-	22.5255
10/28/14	3,000	22.1275
10/27/14	500-	21.9620
10/27/14	1,000	21.9450
10/27/14	3,000	21.9599
10/27/14	2,100-	21.9472
10/24/14	50-	22.3710
10/23/14	500	22.4744
10/23/14	600	22.4900
10/22/14	3,000-	22.6700
10/22/14	300	22.5899
10/21/14	500	22.3889
10/20/14	400	22.1700
10/20/14	200	22.0100
10/20/14	500-	22.4000
10/20/14	200-	22.3550
10/20/14	2,000	22.4400
10/17/14	1,000	22.7942
10/17/14	3,000-	22.5838
10/17/14	1,000	22.5163
10/17/14	2,000	22.8042
10/17/14	300	22.3799
10/16/14	200-	22.7050
10/16/14	1,300	22.5600
TETON ADVISORS, INC.		
11/25/14	300-	22.0167
GABELLI FUNDS, LLC.		
GABELLI VALUE FUND		
10/30/14	4,000	19.2988
10/30/14	2,000-	21.9894
10/28/14	2,000	22.4440
GAMCO STRATEGIC VALUE		
10/30/14	2,000	20.0295

GABELLI GLOBAL SMALL AND MIDCAP VALUE TRUST

11/17/14	500	21.5400
11/07/14	500	21.4940
10/30/14	1,000	19.3590
10/28/14	500	22.1720

GABELLI ASSET FUND

11/28/14	2,000	21.8480
10/30/14	3,000	19.7900
10/16/14	3,000	22.4470

GABELLI ENTERPRISE M&A FUND

10/30/14	4,000	20.0295
----------	-------	---------

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.