



1.0 PURPOSE

This policy establishes rules and protocols for investing cash in excess of immediate needs.

2.0 SCOPE

This policy applies to all Brink's Corporate, regional, and country level business units.

3.0 RESPONSIBILITY

Overall responsibility for the policy lies with the Corporate Treasurer. Continued compliance, successful implementation, and maintenance of financial records is the responsibility of business unit management. Corporate and Regional management are responsible for on-going monitoring of compliance with the policy.

4.0 POLICY

Company funds deemed available for investment shall be invested in accordance with the principles of sound investment management and this policy.

5.0 PROCEDURE

5.1 Investment Objectives

A. Preservation and Safety of Principal

The safety and preservation of principal shall be achieved through the minimization of default risk, liquidity risk, mark-to-market risk, and exchange rate risk. The minimization of each type of risk shall be managed in accordance with the following protocols:

- ◆ Default risk shall be minimized by investing only in the safest types of securities, and by diversifying the portfolio to minimize the adverse effects of any one issuer, broker or depository. Significant amounts of cash (relevant to the size of the business unit) should not be held in any one current or operating account. Instead, large cash balances should be diversified into safe, interest-bearing accounts.
- ◆ Liquidity risk shall be minimized by ensuring that the maturity of the portfolio securities is reasonably and conservatively matched to the anticipated operating cash requirements, thereby avoiding the need to sell the securities on the open market prior to their stated maturity.
- ◆ Mark-to-market risk shall be minimized by incorporating the elements of default and liquidity risk minimization with limitations on the duration of investments and the regular monitoring of portfolio valuation and marketability.



- ◆ To prevent exchange rate risk, all investments shall be denominated in the investing entity's functional currency unless receipts in foreign currencies are invested to meet a known, near-term (generally within two weeks) obligation in the same currency. Alternatively, investments may be made in U.S. dollars, within the terms of sections 5.3 and 5.4 of this policy.

B. Liquidity Needs

All investments, whether in cash, cash equivalents, or short-term investments (generally considered as 90 days or less) approved in accordance with this policy shall be timed to mature to meet anticipated cash requirements in an effort to minimize cash balances. In addition, investments shall be marketable and have active secondary or resale markets to provide liquidity through the sale of securities.

C. Optimize Yields

The portfolio shall seek to maximize investment returns consistent with the constraints of these guidelines and overall market conditions. Subject to these protocols, the portfolio should be managed to maximize after tax returns.

5.2 Maturity

The Company's available cash shall be invested in cash and cash equivalents. The purchase of short-term investments (generally 90 days or less) requires prior approval of the BCO Chief Financial Officer, subsequent to country and regional management approval and as outlined in **Section 5.9**. Request for approval through email is acceptable. No investments shall have maturities greater than 365 days.

5.3 Approved Securities for U.S. Entities

Subject to the maturity, credit quality and concentration provisions of this policy, specific instruments approved for inclusion in the portfolio are limited to:

- ◆ Obligations issued by the U.S. Treasury
- ◆ Obligations issued by U.S. federal agencies rated within 1 ratings notch of U.S. Treasury credit rating Obligations guaranteed by the U.S. government
- ◆ Obligations of U.S. commercial banks, banks rated A-1, P-1, or at least A/A as appropriate by *Moody's Investor Services* or *Standard and Poor's*, and having capital and surplus in excess of \$15.0 billion and limited to U.S. or eurodollar negotiable certificates of deposits, bankers' acceptances and time deposits with maturities not to exceed 90 days
- ◆ Obligations of non-U.S. banks, banks rated A-1, P-1, or at least A/A by *Moody's Investor Services* or *Standard and Poor's*, limited to U.S. or eurodollar negotiable certificates of deposit and Yankee negotiable



certificates of deposit, bankers acceptances and time deposits with maturities not to exceed 90 days

- ◆ Obligations of major U.S. and foreign corporations, limited to commercial paper, rated A-1, P-1 by *Standard and Poor's* or *Moody's Investor Services*.
- ◆ Repurchase agreements, subject to the following requirements: Repurchase agreements (repos) must be executed with securities dealers who are major U.S. banks, brokers and dealers with capital and surplus in excess of \$50.0 billion and have been in business a minimum of 10 years. Repos must be collateralized by marketable U.S. Treasury or U.S. agency obligations. Repo collateral must be market priced, greater than the invested amount at the time of purchase (102%) and deliverable. Due bills will not be accepted. All instruments and collateral must be promptly sent to a Brink's designated account under an institutional custody agreement with a bank rated 'A' or better.
- ◆ Treasury/Government money market mutual funds that meet the following requirements: The fund's investment objectives and policies must be substantially similar to those set forth in this guidelines. The money market mutual fund must limit its investments to approved U.S. Treasury/Government securities permitted in these guidelines. It must have as its primary objective, a fixed net asset value, assets of at least \$5.0 billion, offer immediate redemption of shares upon request, and not charge a load or sales charge.
- ◆ Prime/Institutional money market mutual funds that meet the following requirements and have been approved by the BCO CFO: The fund must be rated AAA and its investment objectives and policies must be substantially similar to those set forth in this guideline. The money market mutual fund need not limit its investments to only those permitted in these guidelines; however it must have assets of at least \$5.0 billion, and not charge a load or sales charge.
- ◆ U.S. state and municipal obligations and/or tax-exempt securities rated 'A' or better, with maturities not to exceed 90 days

All investments greater than \$1 million USD equivalent must be approved by the BCO Treasurer. Approval is required before the initial investment and is to be repeated annually. The required *Cash Investment Request (CIR) form* is attached at **Exhibit A**.

Invested funds may be actively managed by a professional third party money manager. Such investments must fully comply with this policy. Deviation from this policy by a professional money manager shall result in the immediate termination of the Company's relationship with the non-compliant manager and removal of the Company's invested funds from the non-compliant manager's firm for a minimum of one year. Investments must be maintained in a separately managed account, make use of a custodial account and be subject to the parameters of a separate investment management agreement.

5.4 Approved Investments for non-U.S. Entities



Non-U.S. entities may invest up to the U.S. dollar equivalent of \$250,000 in local currency financial instruments directly issued by a highly regarded, well-capitalized locally based commercial bank. Local management should use a high degree of discretion and be critical in evaluating local commercial banks.

Non-U.S. entities may invest up to the U.S. dollar equivalent of \$1 million in local currency financial instruments directly issued by or directly guaranteed by the local federal government on an overnight basis and for up to 30 days if the local federal government's credit rating is investment grade (minimum BBB-/Baa3), on a local currency basis, from both Standard & Poor's or Moody's.

Investments referenced above are the only investments that a business unit may make without the explicit, prior written approval of the BCO Treasury Department.

Non-U.S. entities must submit a request for approval to the BCO Treasury Department for each new cash investment to be made, using the CIR form contained in **Exhibit A** if greater than the \$250,000 or \$1 million limits set forth in this section.

Each approved investment, that remains outstanding, must be re-approved annually prior to the anniversary of the original approval.

5.5 Prohibited Securities

The following types of instruments are specifically prohibited from inclusion in any Brink's portfolio:

- ◆ Corporate equity securities, including auction-rate preferred stocks and asset-backed securities, whether issued by U.S. or foreign corporations.
- ◆ Mortgage-backed securities.
- ◆ Debt obligations issued by foreign, non-bank, corporations which are not rated A-1/P-1 or the equivalent by an internationally recognized rating agency, including but not limited to, commercial paper, notes and bonds.
- ◆ Commodity instruments.
- ◆ Conditional demand securities, commonly known as Dutch Auction securities.
- ◆ Unconditional demand securities, commonly known as Variable Rate Demand Notes.
- ◆ Any securities not specifically approved in section 5.3 of this policy.

5.6 Credit Quality and Investment Limits

All securities must be rated by *Standard and Poor's* or *Moody's Investor Services* and shall be of high credit quality. When total investments of any business unit exceed a U.S. dollar equivalent of \$50 million, the investments must be split so that no more than 50% of invested funds shall remain in any one investment company.



Further, specific limitations on investments with any one issuer are set forth as follows:

Investment Type	Rating S&P or Moody's	Investment Limits per issuer (USD equivalent)	Tenor*
<i>U.S. Treasury and Agency Obligations</i>	Acceptable as rated	No limit	Up to 90 days
Commercial Banks	"A/A" or better	\$100,000,000	Up to 90 days
Treasury/Government Money Market Mutual Funds	Acceptable as rated	No more than the greater of 50% of invested funds or 5% of AUM (Assets Under Management)	Up to 90 days
Prime/Institutional Money Market Mutual Funds**	AAA	No more than the greater of 50% of invested funds or 5% of AUM (Assets Under Management)	Up to 90 days
Commercial Paper	A-1/P-1	\$25,000,000 per issuer	Up to 90 days
* Repurchase Agreements	A or better	\$25,000,000 per issuer	Up to 90 days
U.S. State/Municipal Securities	A or better	\$10,000,000 per issuer	Up to 90 days

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*-Maturity beyond 90 days requires approval of the BCO CFO and must be limited to 365 days.

** - Requires approval of the BCO CFO

5.7 **Responsibilities and Authorization**

The BCO Chief Financial Officer is responsible for approving the Company's investment policy. The BCO Treasurer is responsible for approving all Cash Investment Requests (CIR). The BCO Treasurer, or his designee, is responsible for monitoring all investments. Any changes to this policy must be approved by the BCO Chief Financial Officer.

Brink's may use the services of professional investment management firms, brokers, and mutual fund companies for its investment program. All investment



management firms, brokers, and mutual fund companies must be approved by the BCO Treasurer using the *CIR form*.

5.8 Reporting

A. Confirmation

All transactions are to be confirmed in writing with the institution providing the investment with a copy of the confirmation sent to the business unit accounting department. Periodic statements received from the institution should be sent directly to the unit's accounting department.

B. Reporting

1. A weekly summary of all short-term investments held in the U.S. or by U.S. controlled holding companies (including amount, description, interest rate and maturity) shall be provided by the Corporate Treasurer to the BCO Chief Financial Officer and BCO Controller.
2. A quarterly summary of all short-term investments held in each region shall be compiled by each regional CFO and submitted to the BCO Treasury Department by the 20th day of the month following quarter-end, who will then distribute the holdings list to the BCO Chief Financial Officer.
3. The BCO Treasury Department shall review the entire portfolio holdings on a quarterly basis to ensure compliance with this policy, identify potential risk areas, if any, examine current market conditions, evaluate the Company's liquidity needs and, if required, recommend changes in the portfolio holdings or to this policy.

5.9 Approval

Non-U.S. entities may invest up to the U.S. dollar equivalent of \$1 million in local currency financial instruments directly issued by or directly guaranteed by the local federal government for up to 90 days. Any such investments greater than \$1 million USD must be approved by the BCO Treasurer prior to the initial investment using the *Cash Investment Request (CIR) form* (**Exhibit A**).

Non-U.S. entities may invest up to the U.S. dollar equivalent of \$250,000 in local currency financial instruments directly issued by a highly regarded, well-capitalized locally based commercial bank. Any such investments, or combination of investments, totaling \$250,000 or more require approval by the BCO Treasurer using the *CIR form*.

In addition, each November, an annual review of current investments greater than \$1.0 million must be performed to ensure continued consistency with the company's overall treasury direction. This annual review will be accomplished by re-submitting the *CIR form* to the Corporate Treasurer for approval.



Any new investment in any amount deviating from the above guidelines must be approved by the BCO Treasurer and BCO Chief Financial Officer prior to the initial investment.

Any existing investment upon the implementation of this policy which deviates from the guidance provided in this policy must be submitted for BCO Treasurer review using the *CIR form* within 30 days from the effective date of this policy. The BCO Treasurer will provide feedback on the appropriateness of the investment and potential disposition if appropriate, including a time line.

6.0 ADVICE AND COUNSEL

Brink's Management includes treasury, accounting, and finance professionals who are available to provide assistance and guidance to ensure compliance with this policy. Interpretation of guidance provided in this policy is the responsibility of the BCO Treasurer. Questions about this policy should first be directed to Regional Management.

7.0 RELEVANT PROFESSIONAL LITERATURE

Relevant professional literature for this policy includes U.S. GAAP guidance, SEC guidance, and other relevant U.S. laws and regulations that define accounting and reporting requirements for companies publicly owned and traded within the U.S., and the principles of sound internal controls and investment practices related to safeguarding assets and management authorization.

8.0 DOCUMENTATION

All documentation described in this policy including evidence of management approval must be maintained at the local business unit level and may be subject to periodic review including any approvals required by this policy. Periodic support for investment balances and activity reflected in the financial statements should be maintained in accordance with the *Balance Sheet Account Reconciliation* policy.