

BRINKS LEGAL

SUBSIDIARY DIRECTORS AND OFFICERS POLICY

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I: Introduction

This Subsidiary Directors and Officers Policy (SDP) sets forth guidelines and procedures regarding eligibility and appointment of directors for The Brink's Company's (BCO) subsidiary entities. The intent of the Subsidiary Directors and Officers Policy is to implement, where possible, a consistent global approach for determining who will serve on the Board of Directors and as officers of The Brink's Company subsidiaries, taking into account corporate regulatory, legal and tax requirements.

II: Composition of Subsidiary Boards of Directors

A. Preferred composition

The preferred composition of a board of directors of a Brink's company depends on the Company Type as set forth in the table below. The minimum number of directors should be three (3), unless an Exception (described in Section II.B, below) applies.

Company Type	Description	Preferred Board Composition
Brink's operating company with revenue < \$50 million USD	Primary purpose of the company is to provide CIT, cash management and other services to external customers	<ul style="list-style-type: none"> • BCO Representative • Finance Representative • Regional or Country Business Leader
Brink's operating company with revenue ≥ \$50 million USD	Primary purpose of the company is to provide CIT, cash management and other services to external customers	<ul style="list-style-type: none"> • BCO CFO • BCO EVP or SVP (U.S. and Canada; Europe, Latin America or MEA, Asia and BGS) • Regional or Country Business Leader
Brink's holding company	<p>Primary purpose of the company is to hold equity of subordinate Brink's companies</p> <p>Company does not provide any services to external customers</p>	<ul style="list-style-type: none"> • BCO Treasurer • BCO CFO (if holding company is strategically significant)

B. Exceptions

Exceptions to the preferred composition (including appointment of external directors) will be warranted in certain circumstances. Examples include:

- Compliance with requirements of applicable law or the organizational documents (including residency or citizenship requirements);
- Joint venture agreement terms;
- Security license requirements; and
- Other specific business or corporate needs (including dormancy or liquidation of an entity).

C. Attorney Service as Director

Appointment of in-house counsel as Board members is not preferred, but may be appropriate in certain circumstances. The appointment of a Brink's in-house attorney to a subsidiary board requires the approval of the BCO General Counsel. In-house counsel may serve as a Secretary or Assistant Secretary of any entity.

III: Subsidiary Officers

In general, a subsidiary's officer slate will be determined by applicable legal requirements, terms of the entity's organizational documents and its business needs. For example, some entities may be required to appoint a security officer to comply with local laws and/or regulations. Other entities may require officers to sign filings or agreements and may wish to appoint officers who work in a particular location to facilitate signing of documents.

IV: Process for Appointment of Subsidiary Directors and Officers

BCO Legal's Corporate Governance team, maintains the corporate entity database for all Brink's entities. You must notify BCO Legal of any potential changes to a subsidiary's directors or officers. BCO Legal will review the proposed change and solicit necessary approvals.

Once the change in directors or officers has been approved, BCO Legal will update the Company's corporate entity maintenance database, Blueprint OneWorld.

If the applicable law in the subsidiary's jurisdiction requires the written consent or written resolution from a director or officer upon resignation, the local or regional counsel may have a blank resignation letter signed by the new director or officer, if permitted under applicable law. The local or regional counsel must maintain the blank resignation letter in the event of a need for a future change in the board or officers of a subsidiary entity.