# SEC Form 4

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

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1. Name and Addre	1 8	erson*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>BRINKS CO</u> [ BCO ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
			_	X	Director	10% Owner					
(Last) 1801 BAYBER		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2005		Officer (give title below)	Other (specify below)					
P.O. BOX 18100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) RICHMOND	,		_	X	X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)									
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	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	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	Transaction(s) (Instr. 3 and 4)		(1130.4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount											9 Drice of	9 Number of	10	11 Noturo	
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)		Derivative		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	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Brink's Units (DSAP)	(1)	08/01/2005		A		477.09 <sup>(1)</sup>		(1)	(1)	Common Stock	477.09 <sup>(1)</sup>	(1)	2,551.37	D	

#### Explanation of Responses:

1. Supplemental allocation of Brink's Units in accordance with the terms of the Directors' Stock Accumulation Plan (the "Plan"). The number of additional Brink's Units is calculated based on the Directors' annual retainer and the total Brink's Units balance in the reporting person's account as of August 1, 2005. The Brink?s Units entitle the reporting person to receive a distribution in The Brink?s Company common stock in respect of all Brink?s Units in the reporting person?s account when, after completing at least five Years of Service as a Non-Employee Director (as such terms are defined in the "Plan"), the reporting person terminates service on the Board of Directors for any of the reasons described in the Plan.

#### **Remarks:**

/s/ Elizabeth C. Restivo

Elizabeth C. Restivo, Attorney- 08/03/2005

In-Fact

\*\* 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.