FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | S IN BENEFICIA | L OWNERSHIP |
|------------------|------------|----------------|-------------|

| | OMB APPROVAL |
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| - 1 | |

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* (Check all applicable) BRINKS CO [BCO] RITTER ROBERT T Director Officer (give title Other (specify X below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) Vice President and CFO 07/02/2004 1801 BAYBERRY COURT P.O. BOX 18100 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) X Form filed by One Reporting Person **RICHMOND** VA 23226 Form filed by More than One Reporting Person (City) (Zip) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2. Transaction 2A. Deemed 7. Nature of 1. Title of Security (Instr. 3) 5. Amount of 6. Ownership 3. Transaction Date Execution Date, Securities Form: Direct Indirect Code (Instr. 8) (Month/Day/Year) if any (Month/Day/Year) Beneficially Owned Following (D) or Indirect (I) (Instr. 4) Beneficial Ownership

| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (instr. 4) | |
|---|--|--|------|---|--------|---------------|-------|------------------------------------|--|------------|--|
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |

| | | | | | | | | | 7 | (D) | 1 1.00 | (Instr. 3 a | nd 4) | | |
|---|--|------------|------------------------|--|---|--------------------|-----------------|---------------------------|--|-----------------|--|--|---|--|--|
| | Very Conversion of Exercise Price of Derivative Security Note of Indirect Securities Note of Indirect | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative | Date | Execution Date, if any | Transaction Code (Instr. 8) Securities Acquired (A) or Disposed | | tive ties ed | Expiration Date | | Amount of Securities Underlying Derivative Security | | Derivative Security | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) or Indirect | of Indirect Beneficial Ownership | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Units | \$0.00 ⁽¹⁾ | 07/02/2004 | | A | | 139 ⁽¹⁾ | | 01/01/2005 ⁽¹⁾ | 01/01/2005 ⁽¹⁾ | Common Stock | 139(1) | \$0.00 ⁽¹⁾ | 45,191 ⁽¹⁾ | D | |

Explanation of Responses:

1. This balance reflects an estimation of Units representing shares of The Brink's Company Common Stock ("BCO") to be credited to the Reporting Person's account under the Key Employees' Deferred Compensation Program (the "Program"). Under the terms of the Program, the Reporting Person has chosen to make bi-weekly salary deferrals to an incentive account. As of the end of each fiscal year, the amount of salary deferred to the account is converted into Units representing shares of BCO and credited to the Reporting Person's account in accordance with the terms of the Program. The balance listed above is an estimate of the value of these Units based upon trading prices of BCO for the two-week period ended July 2, 2004.

Remarks:

/s/ McAlister C. Marshall, II

McAlister C. Marshall, II,

07/07/2004

Attorney-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.