FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| ĮĮ. | OMB APPROVAL | | | | | | | |
|-----|--------------------------|-----------|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | |
| | Estimated average burden | | | | | | | |
| | hours per response: | 0.5 | | | | | | |

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

| Units | \$0.00 ⁽¹⁾ | 11/19/2004 | | A | | 98 ⁽¹⁾ | | 01/01/ | /2005 ⁽¹⁾ | 01/01/200 | 5 ⁽¹⁾ | Common Stock | 98(1) | \$0.00 ⁽¹⁾ | 35,882 | (1) | D | |
|--|---|--|---|--|---|---|---|---------------|--|--------------------|------------------|---|--|---|---|---------------------------------------|--|---|
| | | | | Code | v | (A) | (D) | Date Exerc | cisable | Expiration Date | | Title | Amount or Number of Shares | | | | | |
| 1. Title of 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) | Code | Transaction Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | e s illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) |
| | | | Table II - Der (e.g | | | | | • | | • | • | or Benet le secur | - | Owned | | | | |
| (Month/D | | | nth/Day/ | Day/Year) if any (Month/Day/\frac{1}{2} | | · · - - - - - - - - - | | | nt | (A) or (D) Price | | Owned F Reported Transacti | | | str. 4) | Beneficial Ownership (Instr. 4) | | |
| Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transac Date | | | | | | ative Securities Acquired, Disposed of, or Benefic action 2A. Deemed 3. 4. Securities Acquired (A) Execution Date, Transaction Disposed Of (D) (Instr. 3, 4) | | | | | (A) or | 5. Amour Securitie | | | | 7. Nature of | | |
| (City) | (5 | itate) | (Zip) | | | | | | | | | | | Person | | | | |
| (Street) | OND V | A | 23226 | | | | | | | | | | Line | X Form fi Form fi | led by Mor | | rting Persoi One Repor | |
| P.O. BO | X 18100 | | | 4. | If Ame | endmen | it, Date | e of Ori | iginal File | ed (Month | Day/ | Year) | | dividual or J | oint/Group | Filing | (Check App | licable |
| (Last) (First) (Middle) 1801 BAYBERRY COURT | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/19/2004 | | | | | | | , | Corp. Fir | n. and | l Treasure | r | | |
| HARTOUGH JAMES B | | | | - | BRINKS CO [BCO] | | | | | | | ` | Directo | , | | 10% Ov Other (s | I | |
| Name and Address of Reporting Person* | | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |

${\bf Explanation\ of\ Responses:}$

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 November 19, 2004.

Remarks:

/s/ McAlister C. Marshall, II McAlister C. Marshall, II,

ttornov in Fact

11/22/2004

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.