FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL							
OMB Number:	3235-0287							
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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

l	nd Address of AUSTIN	Reporting Person* $\underline{F}$				r Name <b>and</b> I <mark>KS CO</mark>			ing S	ymbol		(Ch	elationship o eck all applica Director	able)	g Pers	on(s) to Issue 10% Ow Other (s)	ner
(Last) (First) (Middle) 1801 BAYBERRY COURT				3. Date of Earliest Transaction (Month/Day/Year) 03/10/2006							below)	Gen'l Counsel & Secretary		´			
P.O. BOX 18100				4	If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable					
(Street)	OND V	A	23226									Line	X Form fil	,		rting Person One Reporti	ing
(City)	(S	state)	(Zip)														
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date			. Transacti ate Month/Day	Execution Date		Date,	, Transaction Disposed Of ( Code (Instr.		ies Acquired (A) or Of (D) (Instr. 3, 4 and 5		Beneficial Owned Fo	i lly	Form	Direct III	7. Nature of ndirect Beneficial Ownership		
							Code	v	Amount	(A) o	Price	Reported Transaction (Instr. 3 and				(Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date Execution I Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date if any (Month/Day/Yea	Code	Transaction Derivative Code (Instr. Securities		(A) ed tr.	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 Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)		Date Exercisal		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)			
Units	(1)	03/10/2006		A		87.8 <sup>(1)(2)</sup>		(1)		(1)	Common Stock	87.8(1)(2)	(1)	48,309.	86 <sup>(3)</sup>	D	

## Explanation of Responses:

- 1. Under the terms of the Key Employees' Deferred Compensation Program (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 Reporting Person?s account during that fiscal year, plus any matching amounts, is converted into Units representing shares of The Brink?s Company Common Stock ("BCO") and credited to the Reporting Person's account in accordance with the terms of the Program.
- 2. The number of Units credited to the Reporting Person?s account on the Transaction Date is an estimate based upon trading prices of BCO shares for the two-week period ended March 10, 2006.
- 3. The total number of Units owned following the reported transaction is an estimate of the total number of Units representing shares of BCO in the Reporting Person's account under the Program.

## Remarks:

Elizabeth C. Restivo /s/ Elizabeth C. Restivo, Attorney- 03/14/2006

in-Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.