FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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

| 1. Name and Address of Reporting Person* <u>HARTOUGH JAMES B</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol BRINKS CO [BCO] | | | | | | (Chec | k all applica Director | Reporting Person(s) to Issue ble) 10% Owr give title Other (sp | | ner | | |
|--|--|--|---|----------|--|-------------------------|---|--|--------------------|--|-----------------------|---|---|--|-----------------------------------|--|--|
| (Last) (First) (Middle) 1801 BAYBERRY COURT P.O. BOX 18100 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2005 | | | | | | X | below) `` | Corp. Fin. and Treasurer | | еспу | | |
| (Street) RICHM(| | TA State) | 23226 (Zip) | \[\] | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Indi Line) X | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/L) | | | | te | (Day/Year) if an | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) 4. Securities Acquired (ADisposed Of (D) (Instr. 3. Property 1) (1) (1) (1) (1) (1) (1) (1) (1) (1) | | ed (A) o str. 3, 4 a | or and 5) | 5. Amount Securities Beneficiall Owned Fol | y | Form: | Direct I Indirect E str. 4) | 7. Nature of ndirect Beneficial Dwnership | |
| | | | | | | | | Code V | Amoun | t (A) 0 | or Pri | се | Reported Transactio (Instr. 3 an | | | | (Instr. 4) |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | |
| 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 (In | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | lying | 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) | (D) | Date Exercisable | Expiratior Date | Title | Amou Numb Share | er of | | (Instr. 4) | on(s) | | |
| Units | (1) | 12/01/2005 | | A | | 22.49 ⁽¹⁾ | | (1) | (1) | Common Stock | 22.4 | 19 ⁽¹⁾ | (1) | 42,498.9 |) ⁽²⁾ | D | |
| Units | (3) | 12/02/2005 | | A | | 81.19 ⁽³⁾⁽⁴⁾ | | (3) | (3) | Common Stock | 81.19 | 9(3)(4) | (3) | 42,580.0 | g ⁽²⁾ | D | |

Explanation of Responses:

- 1. Estimation of additional 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") as a result of a dividend payment. The estimated number of additional Units is calculated based on a per share price of \$47.22. As of the end of each fiscal year, all estimated amounts in the Reporting Person?s account under the Program are converted into Units representing shares of BCO and credited to the Reporting Person?s account in accordance with the terms of the Program.
- 2. 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.
- 3. 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, amounts deferred to the Reporting Person?s account during that fiscal year, plus any matching amounts, are converted into Units representing shares of BCO and credited to the Reporting Person's account in accordance with the terms of the Program
- 4. 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 December 2, 2005.

Remarks:

Elizabeth C. Restivo /s/

Elizabeth C. Restivo, Attorney- 12/05/2005

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.