FORM 4

UNITED STATES SECURITIES	AND EXCHANGE COMMISSION
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Washington, D.C. 20549

OMB APPROVAL								
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0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	STATEMENT OF CHANGES
Instruction 1(b).	Filed pursuant to Section 16(a) of

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

the Securities Exchange Act of 1934

1. Name and Addre	1 0	rson <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>BRINKS CO</u> [ BCO ]		tionship of Reporting Per all applicable)	
					Director	10% Owner
(Leat)	(First)	(Middle)		X	Officer (give title below)	Other (specify below)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		VP - Human Res	. & Admin.
1801 BAYBERI	RY COURT		01/28/2005			
P.O. BOX 1810	ງ					
			_			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filin	g (Check Applicable Line)
RICHMOND	VA	23226		X	Form filed by One Rep	oorting Person
	-		_		Form filed by More that	an One Reporting Person
(City)	(Stata)	(Zip)				
(City)	(State)	(Zip)				
		Table I - Non-De	rivative Securities Acquired, Disposed of, or Benef	icially O	wned	

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	3. Transa Code ( 8)					5. Amount of Securities Beneficially Owned Following	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	<ul> <li>Reported</li> <li>Transaction(s)</li> <li>(Instr. 3 and 4)</li> </ul>		(1130. 4)

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

	(eigi, pare, care, marane, epicere, conversion occurring)														
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)	4. Transa Code ( 8)		Derivative		Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			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)		
Units	(1)	01/28/2005		A		113.12 <sup>(1)(2)</sup>		(1)	(1)	Common Stock	113.12(1)(2)	(1)	66,902.27 <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 for the two-week period ended January 28, 2005.

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:

/s/ McAlister C. Marshall, II McAlister C. Marshall, II, Attorney-in-Fact

02/01/2005

\*\* 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.