Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Washington, D.C. 20549

OMB APPROVAL									
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

			UI Se	cuon 30(n) oi the in	ivestment Con	ipany Act of 1940				
1. Name and Addres <u>RITTER ROF</u>	1 0	on*		r Name and Ticker [<mark>KS CO</mark> [BCC		nbol		tionship of Reporting all applicable) Director	10% C	Owner
(Last) (First) (Middle) 1801 BAYBERRY COURT			_				X	Officer (give title below)	Other below)	(specify)
		3. Date 04/22/2	of Earliest Transact 2005	tion (Month/Da	y/Year)		Vice Presic			
P.O. BOX 18100)		_							
(Street)			4. If Am	endment, Date of C	riginal Filed (N	/onth/Day/Year)	6. Indiv	idual or Joint/Group	Filing (Check App	olicable Line)
RICHMOND	VA	23226	_				X	Form filed by One Form filed by More	1 0	
(City)	(State)	(Zip)						-	-	
		Table I - Non-De	erivative S	ecurities Acq	uired, Disp	osed of, or B	eneficially O	wned		
4	(1						in al (A) an	E . A	0.0	7

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, Transacti		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) Instr.			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)

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

(0.3., paro, cano, cano, contentino coortino)															
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		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)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Units	(1)	04/22/2005		A		139.18 ⁽¹⁾⁽²⁾		(1)	(1)	Common Stock	139.18(1)(2)	(1)	52,970.79 ⁽³⁾	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 April 22, 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/ Elizabeth C. Restivo

Elizabeth C. Restivo, Attorney- 04/26/2005 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.