FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT	OF CHANGE	S IN BENEI	FICIAL C	WNERS	HIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

l .	nd Address of	f Reporting Person *								(Chec	ationship of k all applical Director Officer (o	ble)	perso	n(s) to Issue 10% Ow Other (sp	ner			
(Last) 1801 BA P.O. BO	YBERRY	First) COURT	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/25/2005					_ x	X Officer (give title officer (specific below) Vice President and CFO			,				
(Street) RICHM(OND V	VA State)	23226 (Zip)								Line)	Individual or Joint/Group Filing (Check Applicable e) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
		Т	able I - Non-D	eriva	tive S	ecurities	Ac	quired,	Disp	osed o	f, or	Bene	icially	Owned				
1. Title of Security (Instr. 3) 2. Trans Date (Month/I		te	action 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.					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/o				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
			•		5. Number Derivative Securitie Acquired or Dispos								•					Beneficial Ownership (Instr. 4)
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	action	5. Number Derivative Securities Acquired (A or Dispose (D) (Instr. 3 and 5)	A) d of	6. Date Ex Expiration (Month/Da	Date		7. Titi Secu Deriv	le and Ar rities Un rative Se r. 3 and 4	mount of derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reported Transact	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership

Explanation of Responses:

(1)

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.

(1)

(1)

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 February 25, 2005.

86.62(1)(2)

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:

Units

/s/ Elizabeth C. Restivo

Elizabeth C. Restivo, Attorney- 03/01/2005

in-Fact

Stock

** Signature of Reporting Person Date

86.62(1)(2)

(1)

49,649.7⁽³⁾

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).

02/25/2005

** 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.