SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL

3235-0104 OMB Number: Estimated average burden hours per response: 0.5

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*  2. Date of Event Requiring Statement (Month/Day/Year)				nent	3. Issuer Name <b>and</b> Ticker or Trading Symbol     BRINKS CO  [ BCO ]						
P.O. BOX 181	(First) (Middle) BAYBERRY COURT OX 18100					ationship of Reporting Pers ( all applicable) Director Officer (give title below) VP, Gen Counsel and	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
(Street) RICHMOND	VA	23226								Form filed by Reporting P	y More than One erson
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)						nt of Securities ally Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock <sup>(1)</sup>						4,341	D				
Common Stock						787	D				
Table II - Derivative Securities Beneficially Owned      (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)  2. Date Exercisable ar    Expiration Date (Month/Day/Year)			ate	d 3. Title and Amount of Securi Underlying Derivative Securi			or Exe	nversion Exercise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Price o Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stoc	k Option (Righ	nt to Buy)	(2)	09/15/2014		Common Stock	8,854	<b>69.</b> 1	1	D	

Explanation of Responses:

1. Subject to the terms and conditions of the 2005 Equity Incentive Plan and a Restricted Stock Units Award Agreement, the Reporting Person has been granted Restricted Stock Units and shall be entitled to receive within 75 days following the relevant vesting date the number of shares of The Brink's Company's common stock underlying the Restricted Stock Units subject to vesting as follows: 1,447 shares on each of September 15, 2009, 2010 and 2011.

2. The options vest in three installments as follows: 2,952 shares on September 15, 2009, 2,951 shares on September 15, 2011 and 2,951 shares on September 15, 2011.

**Remarks:** 

/s/ McAlister C. Marshall, II

09/17/2008

\*\* 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 5 (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.