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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 <u>BRINKS CO</u> [BCO]				tionship of Reporting all applicable) Director Officer (give title below)	10% C	Owner (specify	
(Last) 1801 BAYBERR P.O. BOX 18100	(First) Y COURT	(Middle)	3. Date 05/20/2	of Earliest Transac 2005	tion (Month/Da	ay/Year)		,	n. and Treasur	
		4. If Am	4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) RICHMOND	VA	23226					X	Form filed by One Form filed by Mor Person	1 0	
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4	and 5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial

Owned Following (Month/Day/Year) 8 Ownership (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security 1. Title of Derivative 3. Transaction Date 3A. Deemed Execution Date, 5. Number of Derivative 8. Price of Derivative 9. Number of derivative 11. Nature of Indirect 10. Conversion actior Ownership Trans (Month/Dav/Year) if anv Security or Exercise Code (Instr. Securities Security Securities Form: Beneficial Acquired (A) or Disposed of Direct (D) or Indirect (Instr. 3) Price of (Month/Day/Year) 8) (Instr. 3 and 4) (Instr. 5) Beneficially Ownership Derivative Owned (Instr. 4) (D) (Instr. 3, 4 and 5) (I) (Instr. 4) Security Following Reported Transaction(s)

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.

Date

Exercisable

(1)

(D)

Expiration

(1)

Title

in-Fact

Common

Stock

Date

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 shares for the two-week period ended May 20, 2005.

(A)

89.35(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

Amount or

Number of

89.35(1)(2)

Shares

Elizabeth C. Restivo, Attorney- 05/23/2005

(1)

(Instr. 4)

41,110.64⁽³⁾

D

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

05/20/2005

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code V

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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.