FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APPROVAL
I	

hours per response:

OMB Number: 3235-0287 Estimated average burden

0.5

# Check this box if no longer subject to 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*  REED AUSTIN F					2. Issuer Name <b>and</b> Ticker or Trading Symbol BRINKS CO [ BCO ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
				ا ا			[ ]	,				X	Director Officer (d	rivo titlo		10% Ow Other (sp		
(Last)	(F	First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year)								below) "			below)	Jechy	
1801 BAYBERRY COURT					07/28/2006							VP & General Counsel						
P.O. BOX 18100																		
				[	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable						
(Street)												Line)  X Form filed by One Reporting Person						
RICHMO	OND V	Ά	23226									1	Form filed by More than One Reporting					
(City)	(5	State)	(Zip)		Person													
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
						1		1	-									
Date				2. Transact Date Month/Day		2A. Deemed Execution Date if any (Month/Day/Yea		3. Transaction Code (Ins 8)	on Dispos	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4		or and 5)		Securities Beneficially Dwned Following		Direct Indirect B	7. Nature of Indirect Beneficial Ownership	
								Code V	Amour	t (A)	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)				nstr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
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)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Securitie Derivativ	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	Expiratio Date	n Title		unt or ber of es		(Instr. 4)				
Units	(1)	07/28/2006		A		83.09 <sup>(1)(2)</sup>		(1)	(1)	Commor Stock	83.0	)9(1)(2)	(1)	49,196.	.3 <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 ("BCO") Common Stock 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 shares for the two-week period ended July 28, 2006.
- 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:

Elizabeth C. Restivo /s/

Elizabeth C. Restivo, Attorney- 08/01/2006

in-Fact

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.