SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subj	ect 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

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

			of Section 50(ii) of the investment company Act of 1540						
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>BRINKS CO</u> [BCO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
TURNER RONALD L			[]	X	Director	10% Owner			
(Last) (First) 1801 BAYBERRY COU	BERRY COURT	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2004		Officer (give title below)	Other (specify below)			
P.O. BOX 18100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ividual or Joint/Group Filing (Check Applicab				
(Street) RICHMON	D VA	23226-8100	_	X	Form filed by One Re Form filed by More the Person				
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(11150.4)

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

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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)		of		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) (Instr. 4)	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				
Brink's Units (DSAP)	(1)	06/01/2004		А		525.72		(1)	(1)	Common Stock	525.72	(2)	1,544.92	D	
Brink's Units (DSAP)	(1)	06/01/2004		A		0.82		(1)	(1)	Common Stock	0.82	(2)	1,545.74 ⁽³⁾	D	

Explanation of Responses:

1. The number of Brink's Units is calculated based on a per share price of \$30.91. The Brink's Units entitle the reporting person to receive a distribution in The Brink's Company common stock in respect of all Brink?s Units in the reporting person?s account when, after completing at least five Years of Service as a Non-Employee Director (as such terms are defined in the Directors? Stock Accumulation Plan (the "Plan")), the reporting person terminates service on the Board of Directors for any of the reasons described in the Plan.

2. Not applicable.

3. Including all dividends to date.

Remarks:

/s/ Elizabeth C. Restivo Elizabeth C. Restivo, Attorney- 06/03/2004 in-Fact for Ronald L. Turner

** 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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE

PRESENTS that the undersigned hereby authorizes, designates and appoints Austin F. Reed, McAlister C. Marshall, II and Elizabeth C. Restivo, and each of them, his/her true and lawful attorney-in-fact and agent to sign and file with the Securities and Exchange Commission on his/her behalf with respect to the ownership of, or transactions in, securities of The Brink's Company, any report, statement or form (including Form 3, Form 4 and Form 5), and to do any and all acts and things for purposes of complying with Section 16 of the Securities Exchange Act of 1934, as amended, and any rules, regulations and requirements of the Securities and Exchange Commission thereunder; and the undersigned does hereby ratify and confirm all that each of said attorneys shall do or cause to be done by virtue hereof.

The authorization contained herein shall continue in effect until revoked in writing.

IN WITNESS WHEREOF, I have hereunto set my hand as of May 7, 2004.

/s/ Ronald L. Turner

Ronald L. Turner