SEC Form 4	
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Washington, D.C. 20549

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FORM 4

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 Addres		'n*		Name and Ticker (<u>KS CO</u> [BCC	• •	nbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 1801 BAYBERR P.O. BOX 18100	(First) Y COURT	(Middle)	3. Date o 10/20/2	of Earliest Transacti 006	on (Month/Da	y/Year)	x	Director Officer (give title below) Chairman, Pre	below)	(specify		
(Street) RICHMOND	VA	23226	4. If Ame	ndment, Date of O	riginal Filed (N	1onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)						T offit field by More	, man one rrepoi	ning r craon		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) Date (Month/				2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4		5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial		

					(Month/Day/Year) [8)					Following	10	(instr. 4)	(Instr. 4)	'
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			(1150.4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
le of vative		3. Transaction Date	3A. Deemed Execution Date,			6. Date Ex Expiration			Title and Ar ecurities Un		8. Price of Derivative	9. Number derivative	of 10. Ownersh	11. Nat ip of Indir	

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)				(Month/Day/)		Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported	Direct (D)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Units	(1)	10/20/2006		A		233.27 ⁽¹⁾⁽²⁾		(1)	(1)	Common Stock	233.27(1)(2)	(1)	232,028.91 ⁽³⁾	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 October 20, 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:

1. Tit Deriv

Elizabeth C. Restivo /s/

Elizabeth C. Restivo, Attorney- 10/24/2006 in-Fact

** 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.