

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>BARKER JAMES R</u> (Last) (First) (Middle) <u>1801 BAYBERRY COURT</u> <u>P.O. BOX 18100</u> (Street) <u>RICHMOND VA 23226-8100</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BRINKS CO [BCO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/11/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/11/2006		M		1,000	A	\$29.5	2,682	D	
Common Stock	05/11/2006		M		1,000	A	\$29.81	3,682	D	
Common Stock	05/11/2006		M		1,000	A	\$37.47	4,682	D	
Common Stock	05/11/2006		M		1,000	A	\$26.69	5,682	D	
Common Stock	05/11/2006		M		2,517	A	\$14.13	8,199	D	
Common Stock	05/11/2006		M		2,517	A	\$21.89	10,716	D	
Common Stock	05/11/2006		M		2,517	A	\$23.54	13,233	D	
Common Stock	05/11/2006		M		2,517	A	\$14.64	15,750	D	
Common Stock	05/11/2006		M		2,517	A	\$33.8	18,267	D	
Common Stock	05/11/2006		M		2,517	A	\$36.12	20,784	D	
Common Stock	05/11/2006		M		16	A	\$19.46	20,800	D	
Common Stock	05/11/2006		M		242	A	\$43.59	21,042	D	
Common Stock	05/11/2006		M		242	A	\$31.68	21,284	D	
Common Stock	05/11/2006		M		242	A	\$19.53	21,526	D	
Common Stock	05/11/2006		S		1,500	D	\$55.3	20,026	D	
Common Stock	05/11/2006		S		400	D	\$55.32	19,626	D	
Common Stock	05/11/2006		S		1,000	D	\$55.33	18,626	D	
Common Stock	05/11/2006		S		300	D	\$55.34	18,326	D	
Common Stock	05/11/2006		S		600	D	\$55.35	17,726	D	
Common Stock	05/11/2006		S		4,000	D	\$55.36	13,726	D	
Common Stock	05/11/2006		S		700	D	\$55.37	13,026	D	
Common Stock	05/11/2006		S		1,800	D	\$55.39	11,226	D	
Common Stock	05/11/2006		S		3,600	D	\$55.4	7,626	D	
Common Stock	05/11/2006		S		1,044	D	\$55.42	6,582	D	
Common Stock	05/11/2006		S		4,900	D	\$55.43	1,682	D	

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)	4. Transaction Code (Instr. 8)				5. Number of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of 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						
Non-Employee Stock Option (Right to Buy)	\$29.5	05/11/2006		M			1,000	01/01/1997	07/01/2006	Common Stock	1,000	(1)	19,134	D			
Non-Employee Stock Option (Right to Buy)	\$29.81	05/11/2006		M			1,000	01/01/1998	07/01/2007	Common Stock	1,000	(1)	18,134	D			
Non-Employee Stock Option (Right to Buy)	\$37.47	05/11/2006		M			1,000	01/01/1999	07/01/2008	Common Stock	1,000	(1)	17,134	D			
Non-Employee Stock Option (Right to Buy)	\$26.69	05/11/2006		M			1,000	01/01/2000	07/01/2009	Common Stock	1,000	(1)	16,134	D			
Non-Employee Stock Option (Right to Buy)	\$14.13	05/11/2006		M			2,517	01/03/2001	07/03/2010	Common Stock	2,517	(1)	13,617	D			
Non-Employee Stock Option (Right to Buy)	\$21.89	05/11/2006		M			2,517	01/02/2002	07/02/2011	Common Stock	2,517	(1)	11,100	D			
Non-Employee Stock Option (Right to Buy)	\$23.54	05/11/2006		M			2,517	01/01/2003	07/01/2012	Common Stock	2,517	(1)	8,583	D			
Non-Employee Stock Option (Right to Buy)	\$14.64	05/11/2006		M			2,517	01/01/2004	07/01/2013	Common Stock	2,517	(1)	6,066	D			
Non-Employee Stock Option (Right to Buy)	\$33.8	05/11/2006		M			2,517	01/01/2005	07/01/2014	Common Stock	2,517	(1)	3,549	D			
Non-Employee Stock Option (Right to Buy)	\$36.12	05/11/2006		M			2,517	01/01/2006	07/01/2015	Common Stock	2,517	(1)	1,032	D			
Non-Employee Stock Option (Right to Buy)	\$19.46	05/11/2006		M			16	01/01/2000	07/01/2009	Common Stock	16	(1)	1,016	D			
Non-Employee Stock Option (Right to Buy)	\$43.59	05/11/2006		M			242	01/01/1997	07/01/2006	Common Stock	242	(1)	774	D			

**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)	4. Transaction Code (Instr. 8)		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)		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				
Non-Employee Stock Option (Right to Buy)	\$31.68	05/11/2006		M			242	01/01/1999	07/01/2008	Common Stock	242	(1)	532	D	
Non-Employee Stock Option (Right to Buy)	\$19.53	05/11/2006		M			242	01/01/2000	07/01/2009	Common Stock	242	(1)	290	D	

Explanation of Responses:

1. Not applicable.

Remarks:

/s/ Elizabeth C. Restivo
Elizabeth C. Restivo, Attorney- 05/15/2006
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.