

| OMB APPROVAL | |
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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

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* <u>DAN MICHAEL T</u> (Last) (First) (Middle) 1801 BAYBERRY COURT P.O. BOX 18100 (Street) RICHMOND VA 23226 (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 11/29/2005 | |
| 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 <input type="checkbox"/> 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 | 11/29/2005 | | M | | 50,000 | A | \$19.06 | 163,657.4056 | D | |
| Common Stock | 11/29/2005 | | M | | 84,200 | A | \$13.66 | 247,857.4056 | D | |
| Common Stock | 11/30/2005 | | M | | 65,800 | A | \$13.66 | 313,657.4056 | D | |
| Common Stock | 11/30/2005 | | M | | 170,000 | A | \$21.6 | 483,657.4056 | D | |
| Common Stock | 11/29/2005 | | S | | 134,200 | D | \$46 | 349,457.4056 | D | |
| Common Stock | 11/30/2005 | | S | | 234,800 | D | \$46 | 114,657.4056 | D | |
| Common Stock | 11/30/2005 | | S | | 1,000 | D | \$46.02 | 113,657.4056 | D | |
| Common Stock | | | | | | | | 1,931 | I | 401(k) Plan |

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 | | | | |
| Employee Stock Option (Right to Buy) | \$19.06 | 11/29/2005 | | M | | 50,000 | | (1) | 02/03/2006 | Common Stock | 50,000 | (2) | 927,000 | D | |
| Employee Stock Option (Right to Buy) | \$13.66 | 11/29/2005 | | M | | 84,200 | | (3) | 07/13/2006 | Common Stock | 84,200 | (2) | 842,800 | D | |
| Employee Stock Option (Right to Buy) | \$13.66 | 11/30/2005 | | M | | 65,800 | | (3) | 07/13/2006 | Common Stock | 65,800 | (2) | 777,000 | D | |
| Employee Stock Option (Right to Buy) | \$21.6 | 11/30/2005 | | M | | 170,000 | | (4) | 07/12/2007 | Common Stock | 170,000 | (2) | 607,000 | D | |

Explanation of Responses:

- The option vested in three installments as follows: 16,667 shares on February 3, 2001, 16,667 shares on February 3, 2002 and 16,666 shares on February 3, 2003.
- Not applicable.
- The option vested in three equal installments on July 13, 2001, 2002 and 2003.
- The option vested in three installments as follows: 56,667 shares on July 12, 2002, 56,667 shares on July 12, 2003 and 56,666 shares on July 12, 2004.

Remarks:

/s/ Elizabeth C. Restivo, 12/01/2005
 Elizabeth C. Restivo, Attorney-

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.