

DAN MICHAEL T  
Form 4  
July 05, 2005

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAN MICHAEL T

2. Issuer Name and Ticker or Trading Symbol  
BRINKS CO [BCO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1801 BAYBERRY COURT, P.O.  
BOX 18100  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/30/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President and CEO

RICHMOND, VA 23226

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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	06/30/2005		M		100,000	A	\$ 26.94
Common Stock	06/30/2005		M		27,148	A	\$ 20.05
Common Stock	06/30/2005		M		2,451	A	\$ 19.09
Common Stock	06/30/2005		F		30,723	D	\$ 36.2
Common Stock	06/30/2005		F		16,393	D	\$ 36.2
							1,930.3197
							I

Common  
Stock

401(k)  
Plan

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 26.94	06/30/2005		M	100,000	<u>(2)</u> 07/08/2005	Common Stock	100,000	
Employee Stock Option (Right to Buy)	\$ 20.05	06/30/2005		M	27,148	<u>(4)</u> 07/08/2005	Common Stock	27,148	
Employee Stock Option (Right to Buy)	\$ 19.09	06/30/2005		M	2,451	<u>(5)</u> 07/08/2005	Common Stock	2,451	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAN MICHAEL T 1801 BAYBERRY COURT P.O. BOX 18100 RICHMOND, VA 23226	X		Chairman, President and CEO	

## Signatures

/s/ Elizabeth C. Restivo Elizabeth C. Restivo,  
Attorney-In-Fact

07/05/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Includes Employee Stock Purchase Plan shares.

(2) The option vested in three installments as follows: 33,334 shares on July 8, 2000, 33,333 shares on July 8, 2001 and 33,333 shares on July 8, 2002.

(3) Not applicable.

(4) The option vested in three installments as follows: 9,049 shares on July 8, 2000, 9,049 shares on July 8, 2001 and 9,050 shares on July 8, 2002.

(5) The option vested in three equal installments on July 8, 2000, 2001 and 2002.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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