

BRINKS CO  
Form 4  
December 08, 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 \*  
BROADHEAD JAMES L

(Last) (First) (Middle)

1801 BAYBERRY COURT, P.O.  
BOX 18100

(Street)

RICHMOND, VA 23226-8100

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/06/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                   |
| Common Stock                    | 12/06/2005                           |  | M                              |   | 1,000 A \$ 29.5   | 4,084  | D                                 |
| Common Stock                    | 12/06/2005                           |  | M                              |   | 1,000 A \$ 29.81  | 5,084  | D                                 |
| Common Stock                    | 12/06/2005                           |  | M                              |   | 1,000 A \$ 37.47  | 6,084  | D                                 |
| Common Stock                    | 12/06/2005                           |  | M                              |   | 1,000 A \$ 26.69  | 7,084  | D                                 |
| Common Stock                    | 12/06/2005                           |  | M                              |   | 2,517 A \$ 14.13  | 9,601  | D                                 |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 12/06/2005 | M | 2,517 | A | \$ 21.89 | 12,118 | D |
| Common Stock | 12/06/2005 | M | 2,517 | A | \$ 23.54 | 14,635 | D |
| Common Stock | 12/06/2005 | M | 2,517 | A | \$ 14.64 | 17,152 | D |
| Common Stock | 12/06/2005 | M | 2,517 | A | \$ 33.8  | 19,669 | D |
| Common Stock | 12/06/2005 | M | 16    | A | \$ 19.46 | 19,685 | D |
| Common Stock | 12/06/2005 | M | 242   | A | \$ 43.59 | 19,927 | D |
| Common Stock | 12/06/2005 | M | 242   | A | \$ 31.68 | 20,169 | D |
| Common Stock | 12/06/2005 | M | 242   | A | \$ 19.53 | 20,411 | D |
| Common Stock | 12/06/2005 | S | 2,500 | D | \$ 47.52 | 17,911 | D |
| Common Stock | 12/06/2005 | S | 400   | D | \$ 47.54 | 17,511 | D |
| Common Stock | 12/06/2005 | S | 400   | D | \$ 47.55 | 17,111 | D |
| Common Stock | 12/06/2005 | S | 700   | D | \$ 47.56 | 16,411 | D |
| Common Stock | 12/06/2005 | S | 800   | D | \$ 47.57 | 15,611 | D |
| Common Stock | 12/06/2005 | S | 700   | D | \$ 47.58 | 14,911 | D |
| Common Stock | 12/06/2005 | S | 3,300 | D | \$ 47.59 | 11,611 | D |
| Common Stock | 12/06/2005 | S | 1,200 | D | \$ 47.6  | 10,411 | D |
| Common Stock | 12/06/2005 | S | 1,600 | D | \$ 47.61 | 8,811  | D |
| Common Stock | 12/06/2005 | S | 1,800 | D | \$ 47.64 | 7,011  | D |
| Common Stock | 12/06/2005 | S | 900   | D | \$ 47.65 | 6,111  | D |
| Common Stock | 12/06/2005 | S | 100   | D | \$ 47.68 | 6,011  | D |
|              | 12/06/2005 | S | 2,100 | D | \$ 47.7  | 3,911  | D |

Common  
Stock

Common Stock 12/06/2005 S 600 D \$ 47.71 3,311 D

Common Stock 12/06/2005 S 227 D \$ 47.72 3,084 D

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   |
| Non-Employee Stock Option (Right to Buy)   | \$ 29.5  | 12/06/2005                           |  | M                              | 1,000   | 01/01/1997 07/01/2006                                    | Common Stock 1,000  |
| Non-Employee Stock Option (Right to Buy)   | \$ 29.81   | 12/06/2005                           |  | M                              | 1,000   | 01/01/1998 07/01/2007                                    | Common Stock 1,000  |
| Non-Employee Stock Option (Right to Buy)   | \$ 37.47   | 12/06/2005                           |  | M                              | 1,000   | 01/01/1999 07/01/2008                                    | Common Stock 1,000  |
| Non-Employee Stock Option (Right to Buy)   | \$ 26.69   | 12/06/2005                           |  | M                              | 1,000   | 01/01/2000 07/01/2009                                    | Common Stock 1,000  |
| Non-Employee Stock Option (Right to Buy)   | \$ 14.13   | 12/06/2005                           |  | M                              | 2,517   | 01/03/2001 07/03/2010                                    | Common Stock 2,517  |
| Non-Employee Stock Option (Right to Buy)   | \$ 21.89   | 12/06/2005                           |  | M                              | 2,517   | 01/02/2002 07/02/2011                                    | Common Stock 2,517  |

|  |          |            |   |       |            |            |              |       |
|--|----------|------------|---|-------|------------|------------|--------------|-------|
| Non-Employee Stock Option (Right to Buy) | \$ 23.54 | 12/06/2005 | M | 2,517 | 01/01/2003 | 07/01/2012 | Common Stock | 2,517 |
| Non-Employee Stock Option (Right to Buy) | \$ 14.64 | 12/06/2005 | M | 2,517 | 01/01/2004 | 07/01/2013 | Common Stock | 2,517 |
| Non-Employee Stock Option (Right to Buy) | \$ 33.8  | 12/06/2005 | M | 2,517 | 01/01/2005 | 07/01/2014 | Common Stock | 2,517 |
| Non-Employee Stock Option (Right to Buy) | \$ 19.46 | 12/06/2005 | M | 16    | 01/01/2000 | 07/01/2009 | Common Stock | 16    |
| Non-Employee Stock Option (Right to Buy) | \$ 43.59 | 12/06/2005 | M | 242   | 01/01/1997 | 07/01/2006 | Common Stock | 242   |
| Non-Employee Stock Option (Right to Buy) | \$ 31.68 | 12/06/2005 | M | 242   | 01/01/1999 | 07/01/2008 | Common Stock | 242   |
| Non-Employee Stock Option (Right to Buy) | \$ 19.53 | 12/06/2005 | M | 242   | 01/01/2000 | 07/01/2009 | Common Stock | 242   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BROADHEAD JAMES L<br>1801 BAYBERRY COURT<br>P.O. BOX 18100<br>RICHMOND, VA 23226-8100 |               | X         |         |       |

## Signatures

/s/ Elizabeth C. Restivo, Elizabeth C. Restivo, Attorney-in-Fact 12/08/2005

\_\_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) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.