

BRINKS CO
Form 4
May 15, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
BARKER JAMES R

(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)
05/11/2006

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	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

Edgar Filing: BRINKS CO - Form 4

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

Edgar Filing: BRINKS CO - Form 4

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

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 control number.

SEC 1474
(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)	8. 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
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
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
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
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
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
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
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
	\$ 33.8	05/11/2006		M	2,517	01/01/2005 07/01/2014		2,517

Option Type	Exercise Price	Grant Date	Expiration Date	Shares	Start Date	End Date	Stock Type	Quantity
Non-Employee Stock Option (Right to Buy)							Common Stock	
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
Non-Employee Stock Option (Right to Buy)	\$ 19.46	05/11/2006		M	16	01/01/2000 07/01/2009	Common Stock	16
Non-Employee Stock Option (Right to Buy)	\$ 43.59	05/11/2006		M	242	01/01/1997 07/01/2006	Common Stock	242
Non-Employee Stock Option (Right to Buy)	\$ 31.68	05/11/2006		M	242	01/01/1999 07/01/2008	Common Stock	242
Non-Employee Stock Option (Right to Buy)	\$ 19.53	05/11/2006		M	242	01/01/2000 07/01/2009	Common Stock	242

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARKER JAMES R 1801 BAYBERRY COURT P.O. BOX 18100 RICHMOND, VA 23226-8100		X		

Signatures

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

__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.