

HARTOUGH JAMES B
Form 4
February 16, 2007

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 *
HARTOUGH JAMES B

(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
BRINKS CO [BCO]

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2007

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)
VP - Corp. Fin. and Treasurer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/14/2007		M		18,000	A	\$ 15.27
Common Stock	02/14/2007		M		13,000	A	\$ 32.68
Common Stock	02/14/2007		S		300	D	\$ 61.56
Common Stock	02/14/2007		S		200	D	\$ 61.57
Common Stock	02/14/2007		S		200	D	\$ 61.58

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Common Stock	02/14/2007	S	3,800	D	\$ 61.59	26,500	D
Common Stock	02/14/2007	S	2,300	D	\$ 61.6	24,200	D
Common Stock	02/14/2007	S	200	D	\$ 61.61	24,000	D
Common Stock	02/14/2007	S	100	D	\$ 61.62	23,900	D
Common Stock	02/14/2007	S	2,800	D	\$ 61.64	21,100	D
Common Stock	02/14/2007	S	700	D	\$ 61.65	20,400	D
Common Stock	02/14/2007	S	200	D	\$ 61.66	20,200	D
Common Stock	02/14/2007	S	1,100	D	\$ 61.68	19,100	D
Common Stock	02/14/2007	S	100	D	\$ 61.69	19,000	D
Common Stock	02/14/2007	S	300	D	\$ 61.72	18,700	D
Common Stock	02/14/2007	S	200	D	\$ 61.74	18,500	D
Common Stock	02/14/2007	S	1,600	D	\$ 61.75	16,900	D
Common Stock	02/14/2007	S	100	D	\$ 61.76	16,800	D
Common Stock	02/14/2007	S	100	D	\$ 61.79	16,700	D
Common Stock	02/14/2007	S	1,100	D	\$ 61.8	15,600	D
Common Stock	02/14/2007	S	200	D	\$ 61.81	15,400	D
Common Stock	02/14/2007	S	100	D	\$ 61.82	15,300	D
Common Stock	02/14/2007	S	200	D	\$ 61.83	15,100	D
Common Stock	02/14/2007	S	1,800	D	\$ 61.84	13,300	D
Common Stock	02/14/2007	S	3,800	D	\$ 61.85	9,500	D
	02/14/2007	S	300	D		9,200	D

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Common Stock						\$ 61.96		
Common Stock	02/14/2007		S	1,100	D	\$ 61.97	8,100	D
Common Stock	02/14/2007		S	900	D	\$ 61.98	7,200	D
Common Stock	02/14/2007		S	300	D	\$ 61.99	6,900	D
Common Stock	02/14/2007		S	3,200	D	\$ 62	3,700	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 15.27	02/14/2007		M	18,000	<u>(1)</u> 07/10/2009	Common Stock	18,000	
Employee Stock Option (Right to Buy)	\$ 32.68	02/14/2007		M	13,000	<u>(2)</u> 07/08/2010	Common Stock	13,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

HARTOUGH JAMES B
1801 BAYBERRY COURT
P.O. BOX 18100
RICHMOND, VA 23226

VP - Corp. Fin. and Treasurer

Signatures

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

02/16/2007

__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) Options vested in three equal annual installments on July 10, 2004, 2005 and 2006.
 - (2) Options for 6,667 shares vested on July 8, 2005 and options for 6,333 shares vested on July 8, 2006.

Remarks:

THIS REPORT IS 1 OF 2.

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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