BRINKS CO
Form S-8 POS
October 12, 2007

As filed with the Securities and Exchange Commission on October 12, 2007

Registration No. 333-120254

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER THE SECURITIES ACT OF 1933

The Brink s Company

(Exact name of registrant as specified in its charter)

Virginia **(State or other jurisdiction of incorporation or organization)**	**54-1317776** **(I.R.S. Employer Identification No.)**

1801 Bayberry Court

P.O. Box 18100

Richmond, Virginia 23226-8100

(Address of Principal Executive Offices)

1994 Employee Stock Purchase Plan of The Brink s Company

(Full title of the plan)

Austin F. Reed, Esq.

Vice President, General Counsel and Secretary

The Brink s Company

1801 Bayberry Court

P.O. Box 18100

Richmond, Virginia 23226-8100

(804) 289-9600

(Name, address, including zip code, and telephone number, including area code, of agent for service)

With a copy to:

Louanna O. Heuhsen, Esq.

W. Lake Taylor, Jr., Esq.

Hunton & Williams LLP

Riverfront Plaza, East Tower

951 East Byrd Street

Richmond, Virginia 23219

(804) 788-8200

DEREGISTRATION OF SECURITIES

The Brink s Company (the Company) registered 500,000 additional shares of its common stock, par value $1.00 per share (Common Stock), for issuance under the 1994 Employee Stock Purchase Plan of The Brink s Company (the 1994 Plan) pursuant to Registration Statement on Form S-8 (Registration No. 333-120254) filed with the Securities and Exchange Commission on November 5, 2004 (the Registration Statement). The Company has terminated the 1994 Plan and will not issue any additional shares of Common Stock under the 1994 Plan. The Company is filing this Post-Effective Amendment No. 1 to the Registration Statement to remove from registration 390,873 shares of Common Stock registered for issuance under the 1994 Plan pursuant to the Registration Statement.

Item 8. Exhibits

Exhibit No.	Description
24.1	Power of Attorney.
24.2*	Powers of Attorney.

* Previously filed as Exhibit 24 to the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the County of Henrico, Commonwealth of Virginia, on the 12th day of October, 2007.

THE BRINK S COMPANY
(Registrant)

By: /s/ Austin F. Reed
Name: Austin F. Reed
Title: Vice President, General Counsel and Secretary

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Signature	Title	Date
/s/ Michael T. Dan Michael T. Dan	Director, Chairman of the Board, President and Chief Executive Officer (Principal Executive Officer)	October 12, 2007
/s/ Robert T. Ritter Robert T. Ritter	Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	October 12, 2007
* Roger G. Ackerman	Director	October 12, 2007
* Betty C. Alewine	Director	October 12, 2007
* James R. Barker	Director	October 12, 2007
* Marc C. Breslawsky	Director	October 12, 2007
John S. Brinzo	Director	
Thomas R. Hudson Jr.	Director	
Murray D. Martin	Director	
Lawrence J. Mosner	Director	
* Carl S. Sloane	Director	October 12, 2007
Timothy Smart	Director	
* Ronald L. Turner	Director	October 12, 2007

* By: /s/ Austin F. Reed
Austin F. Reed, Attorney-in-fact

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