

MANPOWER INC /WI/  
Form 4  
February 12, 2010

**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 \*  
**JOERRES JEFFREY A**

(Last) (First) (Middle)  
**MANPOWER INC., 100  
MANPOWER PLACE**  
  
(Street)

**MILWAUKEE, WI 53212**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MANPOWER INC /WI/ [MAN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/10/2010**

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)  
**Chrm, Chf Ex Off & Pres**

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	02/10/2010		M		65,500 A \$ 33.6875	318,058.0746	D
Common Stock	02/10/2010		S		115 D \$ 51.04	317,943.0746	D
Common Stock	02/10/2010		S		300 D \$ 51.052	317,643.0746	D
Common Stock	02/10/2010		S		500 D \$ 51.0525	317,143.0746	D
Common Stock	02/10/2010		S		300 D \$ 51.06	316,843.0746	D

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Common Stock	02/10/2010	S	1,185	D	\$ 51.07	315,658.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.08	315,558.0746	D
Common Stock	02/10/2010	S	300	D	\$ 51.09	315,258.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.092	315,158.0746	D
Common Stock	02/10/2010	S	300	D	\$ 51.0925	314,858.0746	D
Common Stock	02/10/2010	S	1,200	D	\$ 51.1	313,658.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.115	313,558.0746	D
Common Stock	02/10/2010	S	1,100	D	\$ 51.12	312,458.0746	D
Common Stock	02/10/2010	S	300	D	\$ 51.122	312,158.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.125	312,058.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.1275	311,958.0746	D
Common Stock	02/10/2010	S	2,500	D	\$ 51.13	309,458.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.132	309,358.0746	D
Common Stock	02/10/2010	S	1,000	D	\$ 51.14	308,358.0746	D
Common Stock	02/10/2010	S	2,296	D	\$ 51.15	306,062.0746	D
Common Stock	02/10/2010	S	800	D	\$ 51.152	305,262.0746	D
Common Stock	02/10/2010	S	100	D	\$ 51.155	305,162.0746	D
Common Stock	02/10/2010	S	905	D	\$ 51.16	304,257.0746	D
Common Stock	02/10/2010	S	400	D	\$ 51.165	303,857.0746	D
Common Stock	02/10/2010	S	300	D	\$ 51.167	303,557.0746	D
	02/10/2010	S	500	D	\$ 51.17	303,057.0746	D

Common Stock								
Common Stock	02/10/2010		S	200	D	\$ 51.175	302,857.0746	D
Common Stock	02/10/2010		S	1,605	D	\$ 51.18	301,252.0746	D
Common Stock	02/10/2010		S	800	D	\$ 51.19	300,452.0746	D
Common Stock	02/10/2010		S	2,855	D	\$ 51.2	297,597.0746	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option(Right to Buy)	\$ 33.6875	02/10/2010		M	65,500	<u>(1)</u> 02/14/2010	Common Stock	65,500	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOERRES JEFFREY A MANPOWER INC. 100 MANPOWER PLACE MILWAUKEE, WI 53212		X	Chrm, Chf Ex Off & Pres	

## Signatures

Jeffrey A.  
Joerres

02/12/2010

\_\_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) 16,375 options became exercisable on 2/14/01, 16,375 became exercisable on 2/14/02, 16,375 became exercisable on 2/14/03 and 16,375 became exercisable on 2/14/04.

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.