

VAN HANDEL MICHAEL J  
Form 4  
April 27, 2010

**FORM 4**

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

OMB APPROVAL

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**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 \*  
VAN HANDEL MICHAEL J

(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)  
04/23/2010

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)  
EVP, CFO

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  | (D)  | Price   |
| Common Stock                    | 04/26/2010                           |  | S                              |   | 1,600   | D  | \$ 60.16 83,605                                       |
| Common Stock                    | 04/26/2010                           |  | S                              |   | 800   | D  | \$ 60.17 82,805                                       |
| Common Stock                    | 04/26/2010                           |  | S                              |   | 400   | D  | \$ 60.18 82,405                                       |
| Common Stock                    | 04/26/2010                           |  | S                              |   | 100   | D  | \$ 60.19 82,305                                       |
| Common Stock                    | 04/26/2010                           |  | S                              |   | 200   | D  | \$ 60.2 82,105  |

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|              |            |   |        |   |            |         |   |
|--------------|------------|---|--------|---|------------|---------|---|
| Common Stock | 04/26/2010 | S | 100    | D | \$ 60.21   | 82,005  | D |
| Common Stock | 04/26/2010 | S | 200    | D | \$ 60.23   | 81,805  | D |
| Common Stock | 04/26/2010 | S | 200    | D | \$ 60.24   | 81,605  | D |
| Common Stock | 04/27/2010 | M | 30,000 | A | \$ 33.96   | 111,605 | D |
| Common Stock | 04/27/2010 | S | 2,000  | D | \$ 60      | 109,605 | D |
| Common Stock | 04/27/2010 | S | 1,100  | D | \$ 60.01   | 108,505 | D |
| Common Stock | 04/27/2010 | S | 100    | D | \$ 60.0125 | 108,405 | D |
| Common Stock | 04/27/2010 | S | 1,100  | D | \$ 60.02   | 107,305 | D |
| Common Stock | 04/27/2010 | S | 1,900  | D | \$ 60.03   | 105,405 | D |
| Common Stock | 04/27/2010 | S | 1,000  | D | \$ 60.04   | 104,405 | D |
| Common Stock | 04/27/2010 | S | 1,100  | D | \$ 60.05   | 103,305 | D |
| Common Stock | 04/27/2010 | S | 800    | D | \$ 60.06   | 102,505 | D |
| Common Stock | 04/27/2010 | S | 700    | D | \$ 60.07   | 101,805 | D |
| Common Stock | 04/27/2010 | S | 600    | D | \$ 60.08   | 101,205 | D |
| Common Stock | 04/27/2010 | S | 700    | D | \$ 60.09   | 100,505 | D |
| Common Stock | 04/27/2010 | S | 200    | D | \$ 60.1    | 100,305 | D |
| Common Stock | 04/27/2010 | S | 100    | D | \$ 60.11   | 100,205 | D |
| Common Stock | 04/27/2010 | S | 100    | D | \$ 60.12   | 100,105 | D |
| Common Stock | 04/27/2010 | S | 400    | D | \$ 60.13   | 99,705  | D |
| Common Stock | 04/27/2010 | S | 900    | D | \$ 60.14   | 98,805  | D |
|              | 04/27/2010 | S | 200    | D | \$ 60.15   | 98,605  | D |

|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock |            |   |       |   |          |        |   |
| Common Stock | 04/27/2010 | S | 300   | D | \$ 60.16 | 98,305 | D |
| Common Stock | 04/27/2010 | S | 100   | D | \$ 60.17 | 98,205 | D |
| Common Stock | 04/27/2010 | S | 500   | D | \$ 60.18 | 97,705 | D |
| Common Stock | 04/27/2010 | S | 1,100 | D | \$ 60.19 | 96,605 | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option(Right to Buy)                 | \$ 33.96   | 04/23/2010                           |  | M                              | 60,000  | <sup>(1)</sup> 02/19/2012                                | Common Stock  | 60,000                     |
| Stock Option(Right to Buy)                 | \$ 33.96   | 04/26/2010                           |  | M                              | 30,000  | 04/19/2007 04/19/2012                                    | Common Stock  | 30,000                     |
| Stock Option(Right to Buy)                 | \$ 33.96   | 04/27/2010                           |  | M                              | 30,000  | 04/19/2007 04/19/2012                                    | Common Stock  | 30,000                     |

## Reporting Owners

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

VAN HANDEL MICHAEL J  
MANPOWER INC.  
100 MANPOWER PLACE  
MILWAUKEE, WI 53212

EVP, CFO

## Signatures

/s/ Michael J. Van  
Handel

04/27/2010

\_\_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) 15,000 became exercisable on 2/19/03, 15,000 on 2/19/04, 15,000 on 2/19/05 and 15,000 on 2/19/06.

### Remarks:

(Number 2 of 4 Forms)

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