

PRISING JONAS  
Form 4  
April 27, 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 \*  
PRISING JONAS

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/23/2010

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Exec VP US and Canadian Oper

(Street)  
MILWAUKEE, WI 53212

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D)	Price		
Common Stock	04/23/2010		M	2,500	A \$ 33.96	21,049.8346	D
Common Stock	04/23/2010		M	3,500	A \$ 31.16	24,549.8346	D
Common Stock	04/23/2010		M	8,750	A \$ 30.96	33,299.8346	D
Common Stock	04/23/2010		S	100	D \$ 61.34	33,199.8346	D
Common Stock	04/23/2010		S	100	D \$ 61.39	33,099.8346	D

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Common Stock	04/23/2010	S	200	D	\$ 61.4	32,899.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.42	32,699.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.43	32,499.8346	D
Common Stock	04/23/2010	S	300	D	\$ 61.44	32,199.8346	D
Common Stock	04/23/2010	S	100	D	\$ 61.45	32,099.8346	D
Common Stock	04/23/2010	S	300	D	\$ 61.46	31,799.8346	D
Common Stock	04/23/2010	S	600	D	\$ 61.47	31,199.8346	D
Common Stock	04/23/2010	S	300	D	\$ 61.48	30,899.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.49	30,699.8346	D
Common Stock	04/23/2010	S	1,200	D	\$ 61.5	29,499.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.51	29,299.8346	D
Common Stock	04/23/2010	S	700	D	\$ 61.52	28,599.8346	D
Common Stock	04/23/2010	S	300	D	\$ 61.53	28,299.8346	D
Common Stock	04/23/2010	S	400	D	\$ 61.54	27,899.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.55	27,699.8346	D
Common Stock	04/23/2010	S	100	D	\$ 61.56	27,599.8346	D
Common Stock	04/23/2010	S	850	D	\$ 61.57	26,749.8346	D
Common Stock	04/23/2010	S	800	D	\$ 61.58	25,949.8346	D
Common Stock	04/23/2010	S	600	D	\$ 61.59	25,349.8346	D
Common Stock	04/23/2010	S	200	D	\$ 61.6	25,149.8346	D
	04/23/2010	S	300	D		24,849.8346	D

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Common Stock						\$ 61.61		
Common Stock	04/23/2010		S	200	D	\$ 61.63	24,649.8346	D
Common Stock	04/23/2010		S	300	D	\$ 61.64	24,349.8346	D
Common Stock	04/23/2010		S	400	D	\$ 61.66	23,949.8346	D
Common Stock	04/23/2010		S	100	D	\$ 61.69	23,849.8346	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 Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option(Right to Buy)	\$ 33.96	04/23/2010		M	2,500	02/19/2006	02/19/2012	Common Stock	2,500
Stock Option(Right to Buy)	\$ 31.16	04/23/2010		M	3,500	<u>(1)</u>	02/18/2013	Common Stock	3,500
Stock Option(Right to Buy)	\$ 30.96	04/23/2010		M	8,750	02/17/2010	02/17/2019	Common Stock	8,750

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

PRISING JONAS  
MANPOWER INC.  
100 MANPOWER PLACE  
MILWAUKEE, WI 53212

Exec VP US and Canadian Oper

## Signatures

/s/ Jonas Prising

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) 875 shares became exercisable on 2/18/04, 875 on 2/18/05, 875 on 2/18/06 and 875 on 2/18/07.

### Remarks:

(Form 1 of 2)

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