

ManpowerGroup Inc.  
Form 4  
February 21, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**ZORE EDWARD J**

(Last) (First) (Middle)

**MANPOWERGROUP INC., 100  
MANPOWER PLACE**

(Street)

**MILWAUKEE, WI 53212**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ManpowerGroup Inc. [MAN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/19/2013**

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)

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/19/2013		M		5,000	A	\$ 44.49	43,339	D	
Common Stock	02/19/2013		M		5,000	A	\$ 45.75	48,339	D	
Common Stock	02/19/2013		S		100	D	\$ 55.95	48,239	D	
Common Stock	02/19/2013		S		775	D	\$ 55.98	47,464	D	
Common Stock	02/19/2013		S		200	D	\$ 55.99	47,264	D	

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Common Stock	02/19/2013	S	400	D	\$ 55.9945	46,864	D
Common Stock	02/19/2013	S	300	D	\$ 56.01	46,564	D
Common Stock	02/19/2013	S	552	D	\$ 56.06	46,012	D
Common Stock	02/19/2013	S	100	D	\$ 56.07	45,912	D
Common Stock	02/19/2013	S	100	D	\$ 56.1	45,812	D
Common Stock	02/19/2013	S	100	D	\$ 56.11	45,712	D
Common Stock	02/19/2013	S	200	D	\$ 56.1264	45,512	D
Common Stock	02/19/2013	S	300	D	\$ 56.13	45,212	D
Common Stock	02/19/2013	S	100	D	\$ 56.14	45,112	D
Common Stock	02/19/2013	S	300	D	\$ 56.15	44,812	D
Common Stock	02/19/2013	S	100	D	\$ 56.19	44,712	D
Common Stock	02/19/2013	S	400	D	\$ 56.2	44,312	D
Common Stock	02/19/2013	S	100	D	\$ 56.21	44,212	D
Common Stock	02/19/2013	S	100	D	\$ 56.22	44,112	D
Common Stock	02/19/2013	S	400	D	\$ 56.25	43,712	D
Common Stock	02/19/2013	S	400	D	\$ 56.28	43,312	D
Common Stock	02/19/2013	S	100	D	\$ 56.29	43,212	D
Common Stock	02/19/2013	S	100	D	\$ 56.33	43,112	D
Common Stock	02/19/2013	S	100	D	\$ 56.34	43,012	D
Common Stock	02/19/2013	S	200	D	\$ 56.37	42,812	D
	02/19/2013	S	100	D	\$ 56.38	42,712	D

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Common Stock							
Common Stock	02/19/2013		S	1,300	D	\$ 56.39	41,412 D
Common Stock	02/19/2013		S	300	D	\$ 56.3968	41,112 D
Common Stock	02/19/2013		S	73	D	\$ 56.4	41,039 D
Common Stock	02/19/2013		S	100	D	\$ 56.4014	40,939 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 (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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 44.49	02/19/2013		M	5,000	10/28/2003 10/28/2013	Common Stock	5,000
Stock Option (Right to Buy)	\$ 45.75	02/19/2013		M	5,000	10/29/2004 10/29/2014	Common Stock	5,000

## Reporting Owners

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

ZORE EDWARD J  
MANPOWERGROUP INC.  
100 MANPOWER PLACE  
MILWAUKEE, WI 53212

X

## Signatures

/s/ Richard Buchband (pursuant to Power of Attorney filed  
herewith)

02/21/2013

\_\_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).

### Remarks:

Filing 1 of 2

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