

VAN HANDEL MICHAEL J

Form 4

April 27, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(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
____X____ Officer (give title _____ Other (specify
below) below)
EVP, CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	04/26/2010		S		1,600	D	\$ 60.16	83,605	D
Common Stock	04/26/2010		S		800	D	\$ 60.17	82,805	D
Common Stock	04/26/2010		S		400	D	\$ 60.18	82,405	D
Common Stock	04/26/2010		S		100	D	\$ 60.19	82,305	D
Common Stock	04/26/2010		S		200	D	\$ 60.2	82,105	D

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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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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option(Right to Buy)	\$ 33.96	04/23/2010		M		60,000		<u>(1)</u>	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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