MANPOWER INC /WI/ Form 4

May 18, 2006

## 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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LEMONNIER JEAN-PIERRE			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)			3. Date of Earliest Transaction				
7/9 RUE JACQUES BINGEN			(Month/Day/Year)	Director 10% Owner			
			05/17/2006	X Officer (give title Other (specify below)			
				Executive vice riesident			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
75825 PARIS CEDEX 17, I0			Filed(Month/Day/Year)	Applicable Line) _X_ 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)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	05/17/2006		S	700	D	\$ 65.56	29,300	D		
Common Stock	05/17/2006		S	9,400	D	\$ 65.55	19,900	D		
Common Stock	05/17/2006		S	2,500	D	\$ 65.52	17,400	D		
Common Stock	05/17/2006		S	300	D	\$ 65.5	17,100	D		
Common Stock	05/17/2006		S	700	D	\$ 65.49	16,400	D		

**OMB APPROVAL** 

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Common Stock	05/17/2006	S	800	D	\$ 65.48	15,600	D
Common Stock	05/17/2006	S	600	D	\$ 65.47	15,000	D
Common Stock	05/17/2006	S	2,400	D	\$ 65.46	12,600	D
Common Stock	05/17/2006	S	800	D	\$ 65.45	11,800	D
Common Stock	05/17/2006	S	3,200	D	\$ 65.44	8,600	D
Common Stock	05/17/2006	S	600	D	\$ 65.43	8,000	D
Common Stock	05/17/2006	S	300	D	\$ 65.42	7,700	D
Common Stock	05/17/2006	S	200	D	\$ 65.35	7,500	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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		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)	\$ 33.96	05/17/2006		M	48,000	<u>(1)</u>	02/19/2012	Common Stock	48,000	

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

Executive

President

Vice

LEMONNIER JEAN-PIERRE
7/9 RUE JACQUES BINGEN
75825 PARIS CEDEX 17, I0

### **Signatures**

/s/ Jeffrey A. Joerres (pursuant to Power of Attorney previously filed)

05/18/2006

\*\*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) Options became exercisable as to 12,000 shares on 2/19/03, 12,000 shares on 2/19/04, 12,000 shares on 2/19/05 and 12,000 shares on 2/19/06.

#### **Remarks:**

This is Form 2 of 2 due to the 30 row limitation imposed by the SEC.

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.

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