

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>JOERRES JEFFREY A</u>  (Last) (First) (Middle) MANPOWER INC. 100 MANPOWER PLACE  (Street) MILWAUKEE WI 53212  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>MANPOWER INC /WI/ [ MAN ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, CEO and President</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>02/10/2009</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	02/10/2009		S		30,000	D	\$33	265,764.5221	D	
Common Stock	02/10/2009		S		100	D	\$33.005	265,664.5221	D	
Common Stock	02/10/2009		S		3,900	D	\$33.01	261,764.5221	D	
Common Stock	02/10/2009		S		500	D	\$33.0125	261,264.5221	D	
Common Stock	02/10/2009		S		500	D	\$33.0175	260,764.5221	D	
Common Stock	02/10/2009		S		2,500	D	\$33.02	258,264.5221	D	
Common Stock	02/10/2009		S		400	D	\$33.025	257,864.5221	D	
Common Stock	02/10/2009		S		600	D	\$33.0275	257,264.5221	D	
Common Stock	02/10/2009		S		1,400	D	\$33.03	255,864.5221	D	
Common Stock	02/10/2009		S		100	D	\$33.032	255,764.5221	D	
Common Stock	02/10/2009		S		600	D	\$33.0375	255,164.5221	D	
Common Stock	02/10/2009		S		900	D	\$33.04	254,264.5221	D	
Common Stock	02/10/2009		S		800	D	\$33.045	253,464.5221	D	
Common Stock	02/10/2009		S		1,600	D	\$33.05	251,864.5221	D	
Common Stock	02/10/2009		S		200	D	\$33.055	251,664.5221	D	
Common Stock	02/10/2009		S		100	D	\$33.0575	251,564.5221	D	
Common Stock	02/10/2009		S		1,700	D	\$33.06	249,864.5221	D	
Common Stock	02/10/2009		S		400	D	\$33.065	249,464.5221	D	
Common Stock	02/10/2009		S		2,300	D	\$33.07	247,164.5221	D	
Common Stock	02/10/2009		S		400	D	\$33.075	246,764.5221	D	
Common Stock	02/10/2009		S		1,000	D	\$33.08	245,764.5221	D	
Common Stock	02/10/2009		S		1,800	D	\$33.09	243,964.5221	D	
Common Stock	02/10/2009		S		3,200	D	\$33.1	240,764.5221	D	
Common Stock	02/10/2009		S		700	D	\$33.11	240,064.5221	D	
Common Stock	02/10/2009		S		400	D	\$33.12	239,664.5221	D	
Common Stock	02/10/2009		S		400	D	\$33.13	239,264.5221	D	
Common Stock	02/10/2009		S		200	D	\$33.14	239,064.5221	D	
Common Stock	02/10/2009		S		100	D	\$33.145	238,964.5221	D	
Common Stock	02/10/2009		S		200	D	\$33.15	238,764.5221	D	
Common Stock	02/10/2009		S		100	D	\$33.155	238,664.5221	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$21.9375	02/10/2009		M		100,000		(1)	07/20/2009	Common Stock	100,000	\$0	0	D	

**Explanation of Responses:**

1. 10,000 options became exercisable on 7/20/00, 10,000 became exercisable on 7/20/01, 10,000 became exercisable on 7/20/02, 10,000 became exercisable on 7/20/03 and the remaining 60,000 options became exercisable on 7/20/04.

**Remarks:**

Form 2 of 4

Jeffrey A. Joerres

02/12/2009

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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