

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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) Chrm, Chf Ex Off & Pres
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 10/25/2011	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	10/25/2011		S		1,300	D	\$42.81	285,110.7251	D	
Common Stock	10/25/2011		S		200	D	\$42.82	284,910.7251	D	
Common Stock	10/25/2011		S		200	D	\$42.83	284,710.7251	D	
Common Stock	10/25/2011		S		900	D	\$42.84	283,810.7251	D	
Common Stock	10/25/2011		S		7,535	D	\$42.85	276,275.7251	D	
Common Stock	10/25/2011		S		3,038	D	\$42.86	273,237.7251	D	
Common Stock	10/25/2011		S		2,600	D	\$42.87	270,637.7251	D	
Common Stock	10/25/2011		S		200	D	\$42.88	270,437.7251	D	
Common Stock	10/25/2011		S		300	D	\$42.89	270,137.7251	D	
Common Stock	10/25/2011		S		100	D	\$42.9	270,037.7251	D	
Common Stock	10/25/2011		S		100	D	\$42.93	269,937.7251	D	
Common Stock	10/25/2011		S		100	D	\$42.9307	269,837.7251	D	
Common Stock	10/25/2011		S		1,300	D	\$42.94	268,537.7251	D	
Common Stock	10/25/2011		S		400	D	\$42.95	268,137.7251	D	
Common Stock	10/26/2011		M		100,000	A	\$33.96	368,137.7251	D	
Common Stock	10/26/2011		S		2,100	D	\$41	366,037.7251	D	
Common Stock	10/26/2011		S		1,300	D	\$41.01	364,737.7251	D	
Common Stock	10/26/2011		S		2,334	D	\$41.02	362,403.7251	D	
Common Stock	10/26/2011		S		1,100	D	\$41.03	361,303.7251	D	
Common Stock	10/26/2011		S		2,800	D	\$41.04	358,503.7251	D	
Common Stock	10/26/2011		S		100	D	\$41.045	358,403.7251	D	
Common Stock	10/26/2011		S		1,000	D	\$41.05	357,403.7251	D	
Common Stock	10/26/2011		S		800	D	\$41.06	356,603.7251	D	
Common Stock	10/26/2011		S		200	D	\$41.08	356,403.7251	D	
Common Stock	10/26/2011		S		200	D	\$41.09	356,203.7251	D	
Common Stock	10/26/2011		S		100	D	\$41.12	356,103.7251	D	
Common Stock	10/26/2011		S		100	D	\$41.13	356,003.7251	D	
Common Stock	10/26/2011		S		200	D	\$41.17	355,803.7251	D	
Common Stock	10/26/2011		S		1,000	D	\$41.2	354,803.7251	D	
Common Stock	10/26/2011		S		900	D	\$41.21	353,903.7251	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)	\$33.96	10/25/2011		M			150,000	(1)	02/19/2012	Common Stock	150,000	\$0.00	100,000	D	
Stock Option (Right to Buy)	\$33.96	10/26/2011		M			100,000		02/19/2007 02/19/2012	Common Stock	100,000	\$0.00	0	D	

**Explanation of Responses:**

1. 31,250 became exercisable on 2/19/03, 31,250 on 2/19/04, 31,250 on 2/19/05, 31,250 on 2/19/06 and 25,000 on 2/19/07.

**Remarks:**

Form 5 of 9

Kenneth C. Hunt (pursuant to  
Power of Attorney previously filed) 10/27/2011

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.