

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <b>MICHAELY YOAV</b>  (Last) (First) (Middle) <b>MANPOWER INC.</b> <b>5301 N. IRONWOOD ROAD</b>  (Street) <b>MILWAUKEE WI 53217</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>MANPOWER INC /WI/ [ MAN ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Executive Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>01/31/2006</b>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <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	01/31/2006		M		10,000	A	\$41	90,364.4574	D	
Common Stock	01/31/2006		M		24,000	A	\$29.56	114,364.4574	D	
Common Stock	01/31/2006		M		7,500	A	\$33.96	121,864.4574	D	
Common Stock	01/31/2006		M		7,625	A	\$31.16	129,489.4574	D	
Common Stock	01/31/2006		S		39,925	D	\$53.5	89,564.4574	D	
Common Stock	01/31/2006		S		5,100	D	\$53.51	84,464.4574	D	
Common Stock	01/31/2006		S		2,800	D	\$53.52	81,664.4574	D	
Common Stock	01/31/2006		S		1,200	D	\$53.53	80,464.4574	D	
Common Stock	01/31/2006		S		100	D	\$53.54	80,364.4574	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					
Stock Option (Right to Buy)	\$41	01/31/2006		M			10,000	(1)	04/23/2008	Common Stock	10,000	\$0	0	D
Stock Option (Right to Buy)	\$29.56	01/31/2006		M			24,000	(2)	10/20/2010	Common Stock	24,000	\$0	0	D
Stock Option (Right to Buy)	\$33.96	01/31/2006		M			7,500	(3)	02/19/2012	Common Stock	7,500	\$0	2,500	D
Stock Option (Right to Buy)	\$31.16	01/31/2006		M			7,625	(4)	02/18/2013	Common Stock	7,625	\$0	7,625	D

**Explanation of Responses:**

- 3,333 shares were exercisable on 4/23/99 and 4/23/00 and 3,334 shares were exercisable on 4/23/01.
- 6,000 shares were exercisable on 10/20/2001, 10/20/2002, 10/20/2003 and 10/20/2004.
- 2,500 shares were exercisable on 2/19/2003, 2/19/2004 and 2/19/2005 and the remaining 2,500 shares will be exercisable on 2/19/2006.
- 3,812 shares were exercisable on 2/18/04, 3,813 were exercisable on 2/18/05, 3,812 will become exercisable on 2/18/06 and 3,813 will become exercisable on 2/18/07.

**Remarks:**

/s/ Michael J. Van Handel

02/01/2006

[\(pursuant to Power of Attorney  
previously filed\)](#)

\*\* 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.**