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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 17, 2004

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**MANPOWER INC.**

(Exact name of registrant as specified in its charter)

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**Wisconsin**  
(State or other jurisdiction  
of incorporation)

**1-10686**  
(Commission File Number)

**39-1672779**  
(IRS Employer  
Identification No.)

**5301 North Ironwood Road**  
**Milwaukee, Wisconsin**  
(Address of principal executive offices)

**53217**  
(Zip Code)

Registrant's telephone number, including area code: (414) 961-1000

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Item 5. Other Events.

On August 17, 2004 Manpower Inc. issued a press release announcing that substantially all of the holders of its Zero Coupon Convertible Debentures due 2021 elected not to exercise their right to require the Company to repurchase their Debentures. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated August 17, 2004

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

MANPOWER INC.

Dated: August 18, 2004

By: /s/ Michael J. Van Handel

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Michael J. Van Handel  
Executive Vice President  
Chief Financial Officer and Secretary

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated August 17, 2004

[Manpower Logo]

**FOR IMMEDIATE RELEASE**

**Contact:**

Mike Van Handel, CFO  
Manpower Inc.  
(414) 906-6305

**Investors to Retain Substantially All of Manpower Inc. Zero-Coupon Convertible Debentures**

MILWAUKEE, WI, USA, August 17, 2004 – Manpower Inc. (NYSE: MAN) today announced that substantially all of the holders of its Zero Coupon Convertible Debentures due 2021 elected not to exercise their right to require the Company to repurchase their Debentures, which right expired August 16, 2004 at 5:00 p.m. Only \$123,000 of principal amount at maturity of the Debentures was tendered to the Company for repurchase, resulting in a payment by the Company of approximately \$74,000. As a result of this repurchase, \$435,244,000 of principal amount at maturity of the Debentures remains outstanding.

**About Manpower Inc.**

Manpower Inc. (NYSE: MAN) is a world leader in the employment services industry, offering customers a continuum of services to meet their needs throughout the employment and business cycle. The company specializes in permanent, temporary and contract recruitment; employee assessment; training; career transition and organizational consulting services. Manpower's worldwide network of 4,300 offices in 67 countries and territories enables the company to meet the needs of its 400,000 customers per year, including small and medium size enterprises in all industry sectors, as well as the world's largest multinational corporations. The focus of Manpower's work is on raising productivity through improved quality, efficiency and cost-reduction, enabling customers to concentrate on their core business activities. In addition to the Manpower brand, the company operates under the brand names of Right Management Consultants, Jefferson Wells, Elan and Brook Street. More information on Manpower Inc. is available at [www.manpower.com](http://www.manpower.com).

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