П

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 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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								
Estimated average burg	len								
hours nor reenence	0.5								

	hours per response:	0.5
-		

I. Nume and Address of Reporting Leson			2. Issuer Name and Ticker or Trading Symbol <u>ManpowerGroup Inc.</u> [MAN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>CHANDRA</u>	<u>SHEKAR S</u>	<u>SRIRAM</u>	Manpoweroroup me. [MAN]	1	Director	10% Owner				
(Last) MANPOWERC ROAD	(First) GROUP INC.	(Middle) 10 HOE CHIANG	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2018	_ x	Officer (give title below) EVP	Other (specify below)				
#21 04/05 KEP	PEL TOWER	RS	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable				
(Street) SINGAPORE	U0	089315		X	Form filed by One Re Form filed by More th Person					
(City)	(State)	(Zip)								
		Table I New Der	ivative Cooverities Assuring Disposed of an Dans	ficially	Owned					

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. Transa Code (8)		Disposed Of (Disposed Of (D) (Instr. 3, 4 and)		Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)

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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D (Instri and S	vative rities lired r osed) r. 3, 4	Expiration Date (Month/Day/Year) S		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				
Restricted Stock Units	(1)	12/31/2018		A ⁽²⁾		89		(1)	(1)	Common Stock	89	\$87.98 ⁽²⁾	3,964	D	
Restricted Stock Units	(3)	12/31/2018		A ⁽²⁾		91		(3)	(3)	Common Stock	91	\$87.98 ⁽²⁾	4,074	D	
Restricted Stock Units	(4)	12/31/2018		A ⁽²⁾		159		(4)	(4)	Common Stock	159	\$87.98 ⁽²⁾	7,079	D	
Restricted Stock Units	(5)	12/31/2018		A ⁽²⁾		71		(5)	(5)	Common Stock	71	\$87.98 ⁽²⁾	3,164	D	

Explanation of Responses:

1. The restricted stock units will vest 100% on February 16, 2019 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.

2. Receipt of restricted stock units in lieu of dividends paid in 2018 at an average price of \$87.98.

3. The restricted stock units will vest 100% on February 9, 2020 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.

4. The restricted stock units will vest 100% on February 16, 2021 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.

5. The restricted stock units will vest 100% on February 15, 2021 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.

Remarks:

<u>/s/ Richard Buchband (pursuant</u> to Power of Attorney 01

previously filed)

01/03/2019

** 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.