

**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 |
| Estimated average burden hours per response: | 0.5       |

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>BECK BARBARA</u><br><br>(Last) (First) (Middle)<br>MANPOWER INC.<br>100 MANPOWER PLACE<br><br>(Street)<br>MILWAUKEE WI 53212<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>MANPOWER INC /WI/ [ MAN ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title) Other (specify below)<br><u>Executive Vice President</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>10/22/2010</u>           |   |
|   |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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                    | 10/22/2010                           |  | S                              |   | 200   | D          | \$56.13   | 4,274   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 710   | D          | \$56.14   | 3,564   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 490   | D          | \$56.15   | 3,074   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 155   | D          | \$56.16   | 2,919   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 719   | D          | \$56.17   | 2,200   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.185  | 2,100   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 300   | D          | \$56.2    | 1,800   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 600   | D          | \$56.21   | 1,200   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.22   | 1,100   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 500   | D          | \$56.23   | 600   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.24   | 500   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.25   | 400   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.26   | 300   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 100   | D          | \$56.27   | 200   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 68  | D          | \$56.29   | 132   | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 132   | D          | \$56.3    | 0   | D  |   |
| Common Stock                    | 10/22/2010                           |  | M                              |   | 15,000  | A          | \$33.96   | 15,000  | D  |   |
| Common Stock                    | 10/22/2010                           |  | M                              |   | 25,000  | A          | \$33.96   | 40,000  | D  |   |
| Common Stock                    | 10/22/2010                           |  | M                              |   | 8,750   | A          | \$30.96   | 48,750  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 200   | D          | \$55.66   | 48,550  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 2,600   | D          | \$55.67   | 45,950  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 3,500   | D          | \$55.68   | 42,450  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 1,300   | D          | \$55.69   | 41,150  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 6,174   | D          | \$55.7    | 34,976  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 300   | D          | \$55.705  | 34,676  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 3,400   | D          | \$55.71   | 31,276  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 600   | D          | \$55.7125 | 30,676  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 900   | D          | \$55.72   | 29,776  | D  |   |
| Common Stock                    | 10/22/2010                           |  | S                              |   | 5,600   | D          | \$56      | 24,176  | D  |   |

**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                    | 10/22/2010                           |  | S                              |   | 2,900   | D          | \$56.01 | 21,276  | 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 |
| Stock Option (Right to Buy)                | \$33.96  | 10/22/2010                           |  | M                              |   |  | 15,000 | (1)  | 02/19/2012               | Common Stock  | 15,000                                     | \$0.00   | 0   | D  |       |
| Stock Option (Right to Buy)                | \$33.96  | 10/22/2010                           |  | M                              |   |  | 25,000 | (2)  | 02/19/2012               | Common Stock  | 25,000                                     | \$0.00   | 0   | D  |       |
| Stock Option (Right to Buy)                | \$30.96  | 10/22/2010                           |  | M                              |   |  | 8,750  |  | 02/17/2010<br>02/17/2019 | Common Stock  | 8,750                                      | \$0.00   | 26,250  | D  |       |

**Explanation of Responses:**

- 3,750 became exercisable on 2/19/2003, 3,750 on 2/19/2004, 3,750 on 2/19/2005 and 3,750 on 2/19/2006.
- 8,750 became exercisable on 2/19/2003, 8,750 on 2/19/2004, 11,250 on 2/19/2005 and 11,250 on 2/19/2006.

**Remarks:**

Number 1 of 3 Forms

Kenneth C. Hunt (Pursuant to  
Power of Attorney previously filed) 10/25/2010

\*\* 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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