

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* <u>PINOLA RICHARD J</u> (Last) (First) (Middle) 1818 MARKET STREET 33RD FLOOR (Street) PHILADELPHIA PA 19103 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MANPOWER INC /WI/ [MAN]</u>	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) <u>CEO Right Management Consult.</u>
	3. Date of Earliest Transaction (Month/Day/Year) 04/21/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	04/21/2004		M		294,182	A	\$10.79	643,844	D	
Common Stock	04/21/2004		M		80,312	A	\$11.59	724,156	D	
Common Stock	04/21/2004		M		55,306	A	\$14.15	779,462	D	
Common Stock	04/21/2004		M		32,687	A	\$10.14	812,149	D	
Common Stock	04/21/2004		M		65,374	A	\$10.89	877,523	D	
Common Stock	04/21/2004		M		32,687	A	\$11.8	910,210	D	
Common Stock	04/21/2004		M		65,374	A	\$8.42	975,584	D	
Common Stock	04/21/2004		M		21,791	A	\$37.77	997,375	D	
Common Stock	04/21/2004		M		21,791	A	\$27.54	1,019,166	D	
Common Stock	04/21/2004		M		58,111	A	\$37.82	1,077,277	D	
Common Stock	04/21/2004		M		14,528	A	\$36.42	1,091,805	D	
Common Stock	04/21/2004		M		14,528	A	\$33.4	1,106,333	D	
Common Stock	04/21/2004		S		886,671	D	\$48.31	219,662	D	
Common Stock								2,614	I	Held in Trust

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 Options (Right to Buy)	\$10.79	04/21/2004		M		294,182		01/22/2004	10/23/2005	Common Stock	294,182	\$0	0	D	
Stock Options (Right to Buy)	\$11.59	04/21/2004		M		80,312		01/22/2004	01/03/2006	Common Stock	80,312	\$0	0	D	
Stock Options (Right to Buy)	\$14.15	04/21/2004		M		55,306		01/22/2004	02/05/2007	Common Stock	55,306	\$0	0	D	
Stock Options (Right to Buy)	\$10.14	04/21/2004		M		32,687		01/22/2004	06/30/2008	Common Stock	32,687	\$0	0	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 Options (Right to Buy)	\$10.89	04/21/2004		M			65,374	01/22/2004	12/31/2008	Common Stock	65,374	\$0	0	D	
Stock Options (Right to Buy)	\$11.8	04/21/2004		M			32,687	01/22/2004	01/10/2009	Common Stock	32,687	\$0	0	D	
Stock Options (Right to Buy)	\$8.42	04/21/2004		M			65,374	01/22/2004	12/14/2009	Common Stock	65,374	\$0	0	D	
Stock Options (Right to Buy)	\$27.54	04/21/2004		M			21,791	01/22/2004	07/25/2011	Common Stock	21,791	\$0	0	D	
Stock Options (Right to Buy)	\$37.77	04/21/2004		M			21,791	01/22/2004	10/07/2011	Common Stock	21,791	\$0	0	D	
Stock Options (Right to Buy)	\$37.82	04/21/2004		M			58,111	01/22/2004	10/23/2011	Common Stock	58,111	\$0	0	D	
Stock Options (Right to Buy)	\$36.42	04/21/2004		M			14,528	01/22/2004	07/24/2012	Common Stock	14,528	\$0	0	D	
Stock Options (Right to Buy)	\$33.4	04/21/2004		M			14,528	01/22/2004	10/22/2012	Common Stock	14,528	\$0	0	D	

Explanation of Responses:

Remarks:

Michael J. Van Handel
(pursuant to Power of Attorney, 04/23/2004
filed herewith).

** 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.

POWER OF ATTORNEY
For Executing Forms 3, 4 and 5 and 144

Know all by these present, that the undersigned constitutes and appoints each of Jeffrey A. Joerres and Michael J. Van Handel, signing singly, his true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) execute for and on behalf of the undersigned notices on Form 144 in accordance with Rule 144 under the Securities Act of 1933;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Forms 3, 4 or 5 or Form 144 and the timely filing of such forms with the United States Securities and Exchange Commission and any other authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to the Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 and the rules thereunder or Rule 144 under the Securities Act of 1933. This Power of Attorney shall be a durable power of attorney and shall not be affected by subsequent disability or incapacity of the undersigned.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 19th day of February, 2004.

/s/ Richard Pinola
Richard Pinola