

OMB APPROVAL	
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**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

<b>1. Name and Address of Reporting Person*</b> <u>JOERRES JEFFREY A</u>  (Last) (First) (Middle) MANPOWER INC. 100 MANPOWER PLACE  (Street) MILWAUKEE WI 53212  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>MANPOWER INC /WI/ [ MAN ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chrm, Chf Ex Off & Pres
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 10/25/2011	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <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	10/25/2011		S		1,300	D	\$42.12	353,385.7251	D	
Common Stock	10/25/2011		S		500	D	\$42.13	352,885.7251	D	
Common Stock	10/25/2011		S		1,645	D	\$42.14	351,240.7251	D	
Common Stock	10/25/2011		S		400	D	\$42.15	350,840.7251	D	
Common Stock	10/25/2011		S		3,400	D	\$42.16	347,440.7251	D	
Common Stock	10/25/2011		S		4,600	D	\$42.17	342,840.7251	D	
Common Stock	10/25/2011		S		2,300	D	\$42.18	340,540.7251	D	
Common Stock	10/25/2011		S		1,400	D	\$42.19	339,140.7251	D	
Common Stock	10/25/2011		S		2,900	D	\$42.2	336,240.7251	D	
Common Stock	10/25/2011		S		4,064	D	\$42.21	332,176.7251	D	
Common Stock	10/25/2011		S		2,480	D	\$42.22	329,696.7251	D	
Common Stock	10/25/2011		S		700	D	\$42.23	328,996.7251	D	
Common Stock	10/25/2011		S		1,400	D	\$42.24	327,596.7251	D	
Common Stock	10/25/2011		S		300	D	\$42.25	327,296.7251	D	
Common Stock	10/25/2011		S		412	D	\$42.26	326,884.7251	D	
Common Stock	10/25/2011		S		300	D	\$42.27	326,584.7251	D	
Common Stock	10/25/2011		S		718	D	\$42.28	325,866.7251	D	
Common Stock	10/25/2011		S		2,181	D	\$42.29	323,685.7251	D	
Common Stock	10/25/2011		S		2,900	D	\$42.3	320,785.7251	D	
Common Stock	10/25/2011		S		2,600	D	\$42.31	318,185.7251	D	
Common Stock	10/25/2011		S		1,200	D	\$42.32	316,985.7251	D	
Common Stock	10/25/2011		S		2,100	D	\$42.33	314,885.7251	D	
Common Stock	10/25/2011		S		200	D	\$42.35	314,685.7251	D	
Common Stock	10/25/2011		S		1,600	D	\$42.36	313,085.7251	D	
Common Stock	10/25/2011		S		557	D	\$42.4	312,528.7251	D	
Common Stock	10/25/2011		S		100	D	\$42.4004	312,428.7251	D	
Common Stock	10/25/2011		S		300	D	\$42.401	312,128.7251	D	
Common Stock	10/25/2011		S		543	D	\$42.41	311,585.7251	D	
Common Stock	10/25/2011		S		400	D	\$42.42	311,185.7251	D	
Common Stock	10/25/2011		S		200	D	\$42.421	310,985.7251	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 Option (Right to Buy)	\$33.96	10/25/2011		M			150,000	(1)	02/19/2012	Common Stock	150,000	\$0.00	100,000	D	
Stock Option (Right to Buy)	\$33.96	10/26/2011		M			100,000		02/19/2007 02/19/2012	Common Stock	100,000	\$0.00	0	D	

**Explanation of Responses:**

1. 31,250 became exercisable on 2/19/03, 31,250 on 2/19/04, 31,250 on 2/19/05, 31,250 on 2/19/06 and 25,000 on 2/19/07.

**Remarks:**

Form 3 of 9

Kenneth C. Hunt (pursuant to Power of Attorney previously filed) 10/27/2011

\*\* 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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