

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): May 3, 2024

MANPOWERGROUP INC.

(Exact name of registrant as specified in its charter)

Wisconsin (State or other jurisdiction of incorporation)	1-10686 (Commission File Number)	39-1672779 (IRS Employer Identification No.)
100 Manpower Place Milwaukee, Wisconsin (Address of principal executive offices)		53212 (Zip Code)

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

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 par value	MAN	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders

At our 2024 Annual Meeting, our shareholders voted on proposals to: (1) elect eleven individuals nominated by the Board of Directors of the Company to serve until 2025; (2) ratify the appointment of Deloitte & Touche LLP as our independent auditors for 2024; and (3) provide an advisory vote on the compensation of our named executive officers. The final voting results on these proposals are as follows:

	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
1. a) Election of Jean-Philippe Courtois	43,461,888	90,021	39,891	1,197,005
b) Election of John F. Ferraro	43,380,355	172,786	38,659	1,197,005
c) Election of William P. Gipson	42,759,485	793,191	39,124	1,197,005
d) Election of Patricia Hemingway Hall	42,242,595	1,310,656	38,549	1,197,005
e) Election of Julie M. Howard	42,358,792	1,194,390	38,618	1,197,005
f) Election of Ulice Payne, Jr.	42,236,789	1,316,918	38,092	1,197,005
g) Election of Muriel Pénicaud	42,758,449	792,957	40,394	1,197,005
h) Election of Jonas Prising	40,311,611	3,241,008	39,181	1,197,005
i) Election of Paul Read	43,458,425	94,962	38,412	1,197,005
j) Election of Elizabeth P. Sartain	42,011,594	1,541,547	38,658	1,197,005
k) Election of Michael J. Van Handel	42,684,962	868,828	38,010	1,197,005
2. Ratification of the appointment of Deloitte & Touche LLP as our independent auditors for 2024	44,468,756	280,161	39,888	0
3. Advisory vote on the compensation of our named executive officers	40,724,708	2,707,966	159,125	1,197,005

Item 8.01 Other Events

On May 3, 2024 our Board of Directors declared a semi-annual dividend of \$1.54 per share. The dividend will be paid on June 14, 2024 to shareholders of record as of the close of business on June 3, 2024. The press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Item 9.01. Exhibits

Exhibit No.	Description
99.1	Press Release dated May 3, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

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.

MANPOWERGROUP INC.

Dated: May 3, 2024

By: /s/ Richard Buchband

Name: Richard Buchband

Title: Senior Vice President, General Counsel and Secretary



ManpowerGroup®

FOR IMMEDIATE RELEASE

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ManpowerGroup Increases Dividend 4.8 Percent

MILWAUKEE (May 3, 2024) – The Board of Directors of ManpowerGroup (NYSE: MAN) has declared a semi-annual dividend of \$1.54 per share, a 4.8 percent increase from the most recent semi-annual dividend of \$1.47 per share.

The dividend is payable on June 14, 2024 to shareholders of record as of the close of business on June 3, 2024.

Additional financial information about ManpowerGroup, including stock history and annual shareholder reports, can be found at <http://investor.manpowergroup.com>.

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ABOUT MANPOWERGROUP

ManpowerGroup® (NYSE: MAN), the leading global workforce solutions company, helps organizations transform in a fast-changing world of work by sourcing, assessing, developing, and managing the talent that enables them to win. We develop innovative solutions for hundreds of thousands of organizations every year, providing them with skilled talent while finding meaningful, sustainable employment for millions of people across a wide range of industries and skills. Our expert family of brands – Manpower, Experis, and Talent Solutions – creates substantially more value for candidates and clients across more than 70 countries and territories and has done so for 75 years. We are recognized consistently for our diversity – as a best place to work for Women, Inclusion, Equality, and Disability, and in 2024 ManpowerGroup was named one of the World's Most Ethical Companies for the 15th time – all confirming our position as the brand of choice for in-demand talent. For more information, visit www.manpowergroup.com.
