SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Addres	ss of Reporting Pers EL MICHAEI		r Name and Ticker				ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner			
(Last) (First) (Middle) MANPOWERGROUP INC. 100 MANPOWER PLACE			3. Date 01/01/	of Earliest Transac 2023	tion (Month/D	ay/Year)		Officer (give title below)	Other below	(specify)
			4. If Am	endment, Date of C	Driginal Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)							X	Form filed by One	e Reporting Pers	son
MILWAUKEE	WI	53212						Form filed by Mo Person	re than One Rep	oorting
(City)	(State)	(Zip)								
	Т	able I - Non-	-Derivative Se	ecurities Acqu	ired, Disp	osed of, or Benefi	cially	Owned		
1. Title of Security (Instr. 3) 2. Trans Date (Month/				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr.		5)			Beneficially Owned Following Reported		Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	01/01/2023		М		1,968	Α	(1)	14,363	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. Transa Code (8)		of		Expiration Date (Month/Day/Year)		nd 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				
Deferred Stock Units	(2)	01/01/2023		A ⁽³⁾		2,103		(2)	(2)	Common Stock	2,103	\$83.21 ⁽⁴⁾	2,103	D	
Deferred Stock Units	(5)	01/01/2023		A ⁽⁶⁾		65		(5)	(5)	Common Stock	65	\$79.56 ⁽⁷⁾	1,968	D	
Deferred Stock Units	(5)	01/01/2023		М		1,968		01/01/2023	01/01/2023	Common Stock	1,968	(1)	0	D	
Deferred Stock Units	(8)	01/01/2023		A ⁽⁶⁾		68		(8)	(8)	Common Stock	68	\$79.56 ⁽⁷⁾	2,055	D	
Deferred Stock Units	(9)	01/01/2023		A ⁽⁶⁾		61		(9)	(9)	Common Stock	61	\$79.56 ⁽⁷⁾	1,859	D	

Explanation of Responses:

1. Settlement of shares of deferred stock in shares of ManpowerGroup common stock on a 1 for 1 basis.

2. The shares of deferred stock vest in quarterly installments on the last day of each calendar quarter during 2023 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis on the earlier of January 1, 2026 or within 30 days after the reporting person's termination of service as a director, except as otherwise provided in the "Terms and Conditions" (as defined below).

3. Annual grant of deferred stock under the 2011 Equity Incentive Plan of the Company (the "Plan") and the Terms and Conditions Regarding the Grant of Awards to Non-Employee Directors under the Plan (the "Terms and Conditions").

4. Represents the Market Price (as defined in the Plan) on the last trading day of 2022.

5. The shares of deferred stock are fully vested on the date of grant and were settled in shares of ManpowerGroup common stock on a 1 for 1 basis on January 1, 2023.

6. Receipt of deferred stock under the Plan and the Terms and Conditions in lieu of dividends.

7. Represents the Average Trading Price (as defined in the Terms and Conditions).

8. The shares of deferred stock are fully vested on the date of grant and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis on the earlier of January 1, 2024 or within 30 days after the reporting person's termination of service as a director, except as otherwise provided in the Terms and Conditions.

9. The shares of deferred stock are fully vested on the date of grant and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis on the earlier of January 1, 2025 or within 30 days after the reporting person's termination of service as a director, except as otherwise provided in the Terms and Conditions.

Remarks:

 /s/ Richard Buchband (pursuant

 to Power of Attorney
 01/04/2023

 previously filed)
 ** 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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