

MICHAELY YOAV  
Form 4  
February 27, 2007

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MICHAELY YOAV

(Last) (First) (Middle)

MANPOWER INC., 5301 NORTH IRONWOOD ROAD

(Street)

MILWAUKEE, WI 53217

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MANPOWER INC /WI/ [MAN]

3. Date of Earliest Transaction (Month/Day/Year)  
02/23/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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                    | 02/23/2007                           |  | M                              |   | 3,813   | A  | \$ 31.16  |
| Common Stock                    | 02/23/2007                           |  | M                              |   | 3,750   | A  | \$ 44.08  |
| Common Stock                    | 02/23/2007                           |  | M                              |   | 10,542  | A  | \$ 44.37  |
| Common Stock                    | 02/23/2007                           |  | M                              |   | 11,011  | A  | \$ 52.78  |
| Common Stock                    | 02/23/2007                           |  | S                              |   | 400   | D  | \$ 78.49  |
|                                 | 02/23/2007                           |  | S                              |   | 100   | D  |   |

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|              |            |   |       |   |          |              |   |
|--------------|------------|---|-------|---|----------|--------------|---|
| Common Stock |            |   |       |   | \$ 78.48 |              |   |
| Common Stock | 02/23/2007 | S | 3,400 | D | \$ 78.35 | 103,584.1069 | D |
| Common Stock | 02/23/2007 | S | 200   | D | \$ 78.26 | 103,384.1069 | D |
| Common Stock | 02/23/2007 | S | 200   | D | \$ 78.24 | 103,184.1069 | D |
| Common Stock | 02/23/2007 | S | 200   | D | \$ 78.23 | 102,984.1069 | D |
| Common Stock | 02/23/2007 | S | 100   | D | \$ 78.21 | 102,884.1069 | D |
| Common Stock | 02/23/2007 | S | 4,500 | D | \$ 78.2  | 98,384.1069  | D |
| Common Stock | 02/23/2007 | S | 800   | D | \$ 78.16 | 97,584.1069  | D |
| Common Stock | 02/23/2007 | S | 600   | D | \$ 78.07 | 96,984.1069  | D |
| Common Stock | 02/23/2007 | S | 4,900 | D | \$ 78.05 | 92,084.1069  | D |
| Common Stock | 02/23/2007 | S | 200   | D | \$ 78.02 | 91,884.1069  | D |
| Common Stock | 02/23/2007 | S | 100   | D | \$ 78.01 | 91,784.1069  | D |
| Common Stock | 02/23/2007 | S | 9,716 | D | \$ 78    | 82,068.1069  | D |
| Common Stock | 02/23/2007 | S | 200   | D | \$ 77.96 | 81,868.1069  | D |
| Common Stock | 02/23/2007 | S | 3,500 | D | \$ 77.95 | 78,368.1069  | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security         |          |            | or Disposed of (D) (Instr. 3, 4, and 5) |           | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares |
|-----------------------------|----------|------------|---|-----------|---------------------------|-----------------|--------------|----------------------------|
|                             |          |            | Code                                    | V (A) (D) |                           |                 |              |                            |
| Stock Option (right to buy) | \$ 31.16 | 02/23/2007 | M                                       | 3,813     | 02/18/2007                | 02/18/2013      | Common Stock | 3,813                      |
| Stock Option (right to buy) | \$ 44.08 | 02/23/2007 | M                                       | 3,750     | 02/18/2007 <sup>(1)</sup> | 02/18/2014      | Common Stock | 3,750                      |
| Stock Option (right to buy) | \$ 44.37 | 02/23/2007 | M                                       | 10,542    | 02/16/2007 <sup>(2)</sup> | 02/16/2015      | Common Stock | 10,542 <sup>(2)</sup>      |
| Stock Option (right to buy) | \$ 52.78 | 02/23/2007 | M                                       | 11,011    | 02/14/2007 <sup>(3)</sup> | 02/14/2016      | Common Stock | 11,011                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| MICHAELY YOAV<br>MANPOWER INC.<br>5301 NORTH IRONWOOD ROAD<br>MILWAUKEE, WI 53217 |               |           | Executive<br>Vice<br>President |       |

## Signatures

/s/Michael J. Van Handel (Pursuant to Power of Attorney previously filed) 02/27/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) This option became exercisable as to 3,750 shares on 2/18/2007 and will become exercisable as to 3,750 shares on 2/18/2008.
- (2) This option became exercisable as to 10,542 shares on 2/16/2007 and will become exercisable as to an additional 10,542 on 2/16/2008 and 2/16/2009.
- (3) This option became exercisable as to 11,011 shares on 2/14/2007 and will become exercisable as to an additional 11,012 shares on 2/14/2008, 2/14/2009 and 2/14/2010.

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