### VAN HANDEL MICHAEL J

Form 4

February 12, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

burden hours per response...

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

**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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * VAN HANDEL MICHAEL J |          |          | 2. Issuer Name and Ticker or Trading Symbol MANPOWER INC /WI/ [MAN] | 5. Relationship of Reporting Person(s) to Issuer        |  |  |  |
|--|----------|----------|---|---|--|--|--|
| (Last)   | (First)  | (Middle) | 3. Date of Earliest Transaction                                     | (Check all applicable)                                  |  |  |  |
|  |          |          | (Month/Day/Year)  | Director 10% Owner                                      |  |  |  |
| MANPOWER INC., 5301 N.   |          |          | 02/09/2007  | _X_ Officer (give title Other (specify                  |  |  |  |
| IRONWOOD ROAD  |          |          |   | below) below) Exec. VP, CFO and Secretary               |  |  |  |
|  | (Street) |          | 4. If Amendment, Date Original                                      | 6. Individual or Joint/Group Filing(Check               |  |  |  |
|  |          |          | Filed(Month/Day/Year)   | Applicable Line) _X_ Form filed by One Reporting Person |  |  |  |
| MILWAUKEE, WI 53217  |          |          |   | Form filed by More than One Reporting Person            |  |  |  |

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

|                                      | Table 1 - Non-Delivative Securities Acquired, Disposed of, or Delicitiany Owned |   |   |        |                  |  |  |   |  |
|--------------------------------------|---|---|---|--------|------------------|--|--|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year)   | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) |        |                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
|                                      |   |   | Code V  | Amount | (A)<br>or<br>(D) | Price  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                       |   |  |
| Common<br>Stock                      | 02/09/2007  |   | S   | 2,003  | D                | \$<br>74.89  | 82,950   | D   |  |
| Common<br>Stock                      | 02/09/2007  |   | S   | 500    | D                | \$<br>74.88  | 82,450   | D   |  |
| Common<br>Stock                      | 02/09/2007  |   | S   | 700    | D                | \$<br>74.87  | 81,750   | D   |  |
| Common<br>Stock                      | 02/09/2007  |   | S   | 700    | D                | \$<br>74.86  | 81,050   | D   |  |
| Common<br>Stock                      | 02/09/2007  |   | S   | 2,400  | D                | \$<br>74.85  | 78,650   | D   |  |

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| Common<br>Stock | 02/09/2007 | S | 1,600 | D | \$<br>74.84 | 77,050 | D |
|-----------------|------------|---|-------|---|-------------|--------|---|
| Common<br>Stock | 02/09/2007 | S | 1,000 | D | \$<br>74.83 | 76,050 | D |
| Common<br>Stock | 02/09/2007 | S | 1,300 | D | \$<br>74.82 | 74,750 | D |
| Common<br>Stock | 02/09/2007 | S | 2,600 | D | \$<br>74.81 | 72,150 | D |
| Common<br>Stock | 02/09/2007 | S | 1,400 | D | \$ 74.8     | 70,750 | D |
| Common<br>Stock | 02/09/2007 | S | 1,800 | D | \$<br>74.79 | 68,950 | D |
| Common<br>Stock | 02/09/2007 | S | 1,200 | D | \$<br>74.78 | 67,750 | D |
| Common<br>Stock | 02/09/2007 | S | 1,500 | D | \$<br>74.77 | 66,250 | D |
| Common<br>Stock | 02/09/2007 | S | 1,600 | D | \$<br>74.76 | 64,660 | D |
| Common<br>Stock | 02/09/2007 | S | 1,900 | D | \$<br>74.75 | 62,750 | D |
| Common<br>Stock | 02/09/2007 | S | 1,200 | D | \$<br>74.74 | 61,550 | D |
| Common<br>Stock | 02/09/2007 | S | 600   | D | \$<br>74.73 | 60,950 | D |
| Common<br>Stock | 02/09/2007 | S | 1,200 | D | \$<br>74.72 | 59,750 | D |
| Common<br>Stock | 02/09/2007 | S | 1,200 | D | \$<br>74.71 | 58,550 | D |
| Common<br>Stock | 02/09/2007 | S | 800   | D | \$ 74.7     | 57,750 | D |
| Common<br>Stock | 02/09/2007 | S | 1,000 | D | \$<br>74.69 | 56,750 | D |
| Common<br>Stock | 02/09/2007 | S | 400   | D | \$<br>74.68 | 56,350 | D |
| Common<br>Stock | 02/09/2007 | S | 100   | D | \$<br>74.67 | 56,250 | D |
| Common<br>Stock | 02/09/2007 | S | 1,500 | D | \$<br>74.66 | 54,750 | D |
| Common<br>Stock | 02/09/2007 | S | 500   | D | \$<br>74.65 | 54,250 | D |
|                 | 02/09/2007 | S | 500   | D |             | 53,750 | D |

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| Common<br>Stock |            |   |     |   | \$<br>74.64 |        |   |
|-----------------|------------|---|-----|---|-------------|--------|---|
| Common<br>Stock | 02/09/2007 | S | 200 | D | \$<br>74.63 | 53,550 | D |
| Common<br>Stock | 02/09/2007 | S | 100 | D | \$<br>74.62 | 53,450 | D |
| Common<br>Stock | 02/09/2007 | S | 75  | D | \$<br>74.61 | 53,375 | D |
| Common<br>Stock | 02/09/2007 | S | 225 | D |             | 53,150 | D |

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of or 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 Underlying Securities (Instr. 3 and 4) |                                     |
|---|---|--------------------------------------|---|--|--|--------|--|--------------------|---|-------------------------------------|
|   |   |                                      |   | Code V                                 | (A)  | (D)    | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 34.5   | 02/09/2007                           |   | M                                      |  | 15,000 | 11/08/2002   | 11/08/2009         | Common<br>Stock   | 15,000                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 33.6875  | 02/09/2007                           |   | M                                      |  | 15,500 | <u>(1)</u>   | 02/14/2010         | Common<br>Stock   | 15,500                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 31.78  | 02/09/2007                           |   | M                                      |  | 15,950 | <u>(2)</u>   | 03/12/2011         | Common<br>Stock   | 15,950                              |

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VAN HANDEL MICHAEL J MANPOWER INC. 5301 N. IRONWOOD ROAD MILWAUKEE, WI 53217

Exec. VP, CFO and Secretary

### **Signatures**

Michael J.

VanHandel 02/12/2007

\*\*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) The options vested 25% on 2/14/01, 25% on 2/14/02, 25% on 2/14/03 and 25% on 2/14/04.
- (2) The options vested 25% on 3/12/02, 25% on 3/12/03, 25% on 3/12/04 and 25% on 3/12/05.

#### **Remarks:**

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