Edgar Filing: MANPOWER INC /WI/ - Form 4

| MANPOWER IN | IC /WI/ | | | | | | | | | | |
|--|---------------------------------|---------------|--|--------------------|--|--|---|--|---|--|--|
| Form 4 February 16, 2000 | 6 | | | | | | | | | | |
| February 16, 2006 | | | | | | | | | OMB APPROVAL | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | OMB Number: | 3235-0287 | | |
| Check this box if no longer subject to Section 16. SECURITIES | | | | | | | | Estimated burden hou response | urs per | | |
| (Print or Type Respon | nses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> BECK BARBARA | | | 2. Issuer Name and Ticker or Trading Symbol MANPOWER INC /WI/ [MAN] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Last) (| (First) (1 | Middle) | 3. Date of | of Earliest 7 | ransaction | | (Check all applicable) | | | | |
| MANPOWER INC., 5301 N. IRONWOOD ROAD | | | (Month/Day/Year) 02/14/2006 | | | Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President | | | | | |
| | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| MILWAUKEE, | WI 53217 | | | | | | Person | More than One R | eporting | | |
| (City) (| (State) | (Zip) | Tab | ole I - Non- | Derivative | Securities A | Acquired, Disposed of | of, or Beneficia | lly Owned | | |
| | ansaction Date hth/Day/Year) | Execution any | Date, if | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, 4 Amount | (A) or of (D) | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Reminder: Report on | a separate line | for each cl | ass of sec | urities bene | ficially ow | ned directly | or indirectly. | | | | |
| | | | | | Perso inforn requir | ns who res nation cont red to resp nys a curre | spond to the collectained in this form ond unless the for ntly valid OMB co | are not m | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

8 L S

Edgar Filing: MANPOWER INC /WI/ - Form 4

| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8 | or D (D) | uired (A) isposed c r. 3, 4, 5) | | | | |
|--|------------------------------------|------------------|-----------|-------------|--|------------------------|--------------------|-----------------|-------------------------------------|
| | | | Code | V (A | A) (D | D) Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) (1) | \$ 52.78 (2) | 02/14/2006 | A | 25, | 000 | <u>(3)</u> | 02/14/2016 | Common Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|--------------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| BECK BARBARA MANPOWER INC. 5301 N. IRONWOOD ROAD MILWAUKEE, WI 53217 | | | Executive Vice President | | | | |

Signatures

| /s/ Jeffrey A. Joerres (pursuant to Power of Attorney previously | |
|--|------------|
| filed) | 02/16/2006 |
| **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) Stock option grant under the Manpower 2003 Equity Incentive Plan.
- (2) The exercise price of \$52.78 is the closing price on the New York Stock Exchange on February 13, 2006, the last trading day immediately preceding the date of grant.
- (3) Options will become exercisable as to 25% of the shares covered by the option on each of the first four anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.