

MANPOWER INC /WI/  
Form 4  
August 04, 2006

# 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 \*  
**BOUCHARD J THOMAS**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
44 SOUTH STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/02/2006

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

LITCHFIELD, CT 06759

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	08/02/2006		M		6,934	\$ 32.35	13,934 D
Common Stock	08/02/2006		M		30,000	\$ 28.38	43,934 D
Common Stock	08/02/2006		M		5,000	\$ 35.09	48,934 D
Common Stock	08/02/2006		M		5,000	\$ 44.49	53,934 D
Common Stock	08/02/2006		M		5,000	\$ 45.75	58,934 D
	08/02/2006		S		5,700	\$ 57.5	53,234 D

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Common Stock							
Common Stock	08/02/2006	S	1,300	D	\$ 57.49	51,934	D
Common Stock	08/02/2006	S	1,300	D	\$ 57.46	50,634	D
Common Stock	08/02/2006	S	200	D	\$ 57.45	50,434	D
Common Stock	08/02/2006	S	1,424	D	\$ 57.44	49,010	D
Common Stock	08/02/2006	S	100	D	\$ 57.42	48,910	D
Common Stock	08/02/2006	S	20,000	D	\$ 57.4	28,910	D
Common Stock	08/02/2006	S	8,400	D	\$ 57.2	20,510	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 Derivative Security	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) 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 Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 32.35	08/02/2006		M	2,500	05/01/2001	05/01/2011	Common Stock	2,500
Stock Options (right to buy)	\$ 32.35	08/02/2006		M	4,434	05/01/2002	05/01/2011	Common Stock	4,434
	\$ 28.38	08/02/2006		M	30,000	(1)	11/05/2011		30,000

Stock Options (right to buy)								Common Stock	
Stock Options (right to buy)	\$ 35.09	08/02/2006	M	5,000	10/29/2002	10/29/2012	Common Stock	5,000	
Stock Options (right to buy)	\$ 44.49	08/02/2006	M	5,000	10/28/2003	10/28/2013	Common Stock	5,000	
Stock Options (right to buy)	\$ 45.75	08/02/2006	M	5,000	10/29/2004	10/29/2014	Common Stock	5,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOUCHARD J THOMAS 44 SOUTH STREET LITCHFIELD, CT 06759	X			

## Signatures

J. Thomas  
Bouchard

08/04/2006

\*\*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) Options became exercisable 20% on 11/5/02, 20% on 11/5/03, 20% on 11/5/04, 20% on 11/5/05 and the remaining 20% becomes exercisable on 11/5/06.

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.