

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**
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ISSUER

MANPOWER INC /WI/

CIK: **871763** | IRS No.: **391672779** | State of Incorp.: **WI** | Fiscal Year End: **1231**
SIC: **7363** Help supply services

Business Address
5301 N IRONWOOD RD
MILWAUKEE WI 53217
4149611000

REPORTING OWNER

PRISING JONAS

CIK: **1348792**
Type: **3** | Act: **34** | File No.: **001-10686** | Film No.: **06511937**

Mailing Address
5301 NORTH IRONWOOD
ROAD
MILWAUKEE WI 53217

Business Address
414-961-1000

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person PRISING JONAS (Last) (First) (Middle) MANPOWER INC., 5301 NORTH IRONWOOD ROAD (Street) MILWAUKEE, WI 53217 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/03/2006	3. Issuer Name and Ticker or Trading Symbol MANPOWER INC /WI/ [MAN]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Exec VP US and Canadian Oper.	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Units	(1)	(1)	Common Stock	5,000	\$ 0	D	
Stock Option (Right to Buy)	10/20/2004	10/20/2010	Common Stock	1,000	\$29.56	D	
Stock Option (Right to Buy)	(2)	02/19/2012	Common Stock	3,500	\$33.96	D	
Stock Option (Right to Buy)	(3)	02/18/2013	Common Stock	3,500	\$31.16	D	
Stock Option (Right to Buy)	(4)	02/24/2014	Common Stock	6,300	\$44.95	D	
Stock Option (Right to Buy)	(5)	02/16/2015	Common Stock	5,250	\$45.57	D	

Explanation of Responses:

- The restricted stock units will vest in 50% on 2/16/2008 and 50% on 2/16/2010.
- The option is exercisable as to 2,625 shares and will become exercisable as to the remaining 875 shares on 2/19/06.
- The option is exercisable as to 1,750 shares and will become exercisable as to an additional 875 shares on each of 2/18/06 and 2/18/07.

4. The option is exercisable as to 1,575 shares and will become exercisable as to an additional 1,575 shares on each of 2/24/06, 2/24/07 and 2/24/08.

5. The option will become exercisable as to 1,312 shares on 2/16/06, 1,313 shares on 2/16/07, 1,312 shares on 2/16/08 and 1,313 shares on 2/16/09.

Signatures

Jonas Prising

** Signature of Reporting Person

01/04/2006

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.

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 Number.

POWER OF ATTORNEY
For Executing Forms 3, 4 and 5 and 144

Know all by these present, that the undersigned constitutes and appoints each of Jeffrey A. Joerres and Michael J. Van Handel, signing singly, his true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) execute for and on behalf of the undersigned notices on Form 144 in accordance with Rule 144 under the Securities Act of 1933;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Forms 3, 4 or 5 or Form 144 and the timely filing of such forms with the United States Securities and Exchange Commission and any other authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to the Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 and the rules thereunder or Rule 144 under the Securities Act of 1933. This Power of Attorney shall be a durable power of attorney and shall not be affected by subsequent disability or incapacity of the undersigned.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 4th day of January, 2006.

/s/ Jonas Prising
Jonas Prising