ManpowerGroup Inc. Form 4

November 14, 2013

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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January 31, 2005

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**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations

if no longer

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* **BOLLAND MARC J** 

2. Issuer Name and Ticker or Trading Symbol

(Middle)

(Zip)

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

(First)

3. Date of Earliest Transaction

(Check all applicable)

MANPOWERGROUP INC., 100 MANPOWER PLACE

(State)

(Month/Day/Year)

ManpowerGroup Inc. [MAN]

11/13/2013

X\_ Director 10% Owner Other (specify Officer (give title

below)

(Street)

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 53212

| (City)                               | (State)                                 | (Zip) Tab   | le I - Non-                            | Derivativ                         | e Secu                       | rities Acqui         | red, Disposed of,  | or Beneficial  | ly Owned  |
|--------------------------------------|---|---|--|-----------------------------------|------------------------------|----------------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securionor Dispo<br>(Instr. 3, | sed of<br>4 and<br>(A)<br>or | ` ′                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      | 11/13/2013                              |   | S                                      | 5,544                             | D                            | \$ 80.9<br>(1)       | 9,432  | D  |   |
| Common<br>Stock                      | 11/13/2013                              |   | S                                      | 1,466                             | D                            | \$<br>81.5917<br>(2) | 7,966  | D  |   |

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

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#### 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.         | 6. Date Exerc | cisable and | 7. Title     | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|--------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate         | Amou         | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underl       | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e             |             | Securit      | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr.      | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |              |          |             | Follo  |
|             | ·           |                     |                    |            | (A) or     |               |             |              |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |              |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |              |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |              |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |              |          |             |        |
|             |             |                     |                    |            |            |               |             |              | A        |             |        |
|             |             |                     |                    |            |            |               |             |              | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |              | or       |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        | Title Number |          |             |        |
|             |             |                     |                    | C 1 W      | (A) (D)    |               |             |              | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |              | Shares   |             |        |

### **Reporting Owners**

| Reporting Owner Name / Address        | Relationships |           |         |       |  |  |  |
|---------------------------------------|---------------|-----------|---------|-------|--|--|--|
| · · · · · · · · · · · · · · · · · · · | Director      | 10% Owner | Officer | Other |  |  |  |
| BOLLAND MARC J                        |               |           |         |       |  |  |  |
| MANPOWERGROUP INC.                    | X             |           |         |       |  |  |  |
| 100 MANPOWER PLACE                    | Λ             |           |         |       |  |  |  |
| MILWAUKEE, WI 53212                   |               |           |         |       |  |  |  |

# **Signatures**

/s/ Richard Buchband (pursuant to Power of Attorney previously 11/14/2013 filed)

> \*\*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).
- This price is the weighted average price. The prices received actually ranged from \$80.55 to \$81.55. Upon request, the reporting person (1) will provide to the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price within this range.
- This price is the weighted average price. The prices received actually ranged from \$81.556452 to \$81.62. Upon request, the reporting (2) person will provide to the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price within this range.

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.

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