UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 19, 2013

MANPOWERGROUP INC.

(Exact name of registrant as specified in its charter)

	Wisconsin	1-10686	39-1672779	
	(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)	
	100 Manpower Place			
	Milwaukee, Wisconsin		53212	
	(Address of principal executive offices)		(Zip Code)	
	Registrant's telep	hone number, including area code: (414) 961-100	00	
Che	ck the appropriate box below if the Form 8-K filing is intended to si	multaneously satisfy the filing obligation of the re	gistrant under any of the following provisions:	
	Written communications pursuant to Rule 425 under the Securities	es Act (17 CFR 230.425)		
	Soliciting material pursuant to Rule 14a-12 under the Securities A	Act (17 CFR 240.14a-12)		
	Pre-commencement communications pursuant to Rule 14d-2(b) u	nder the Exchange Act (17 CFR 240.14d-2(b))		
	Pre-commencement communications pursuant to Rule 13e-4(c) w	nder the Exchange Act (17 CFR 240.13e-4(c))		

Item 2.02 Results of Operations and Financial Condition

On April 19, 2013, we issued a press release announcing our results of operations for the three months ended March 31, 2013. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Exhibits.

Exhibit No.	Description
99.1	Press Release dated April 19, 2013
99.2	Presentation materials for April 19, 2013 conference call

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

MANPOWERGROUP INC.

Dated: April 19, 2013 By: /s/ Michael J. Van Handel

Michael J. Van Handel Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit No. Description

99.1

Press Release dated April 19, 2013 Presentation materials for April 19, 2013 conference call 99.2



FOR IMMEDIATE RELEASE

Contact:

Mike Van Handel +1.414.906.6305 michael.vanhandel@manpowergroup.com

ManpowerGroup Reports 1st Quarter 2013 Results

MILWAUKEE, April 19, 2013 -- ManpowerGroup (NYSE: MAN) today reported that net earnings for the three months ended March 31, 2013 were \$23.9 million, or 31 cents per diluted share, compared to net earnings of \$40.2 million, or 50 cents per diluted share, a year earlier. Revenues for the first quarter were \$4.8 billion, a decrease of 6% from the prior year period.

Included in the first quarter results is a restructuring charge, primarily related to office consolidations and severance costs of \$34.8 million (\$25.3 million after tax or 32 cents per diluted share). Net earnings in the first quarter were negatively impacted by 1 cent per diluted share, as foreign currencies were slightly weaker compared to the prior year period.

Jeffrey A. Joerres, ManpowerGroup Chairman and CEO, said, "The first quarter performance was largely attributed to slightly stronger than anticipated revenues and tax credits. Additionally, our recalibration of our cost base is advancing ahead of schedule. Those efforts, which are focused on simplifying our business, were initially rolled out in the fourth quarter of 2012 and continued into the first quarter, resulting in the restructuring charge in the quarter. Our team has done an outstanding job dealing with the high levels of uncertainty in Europe and has continued to address client and prospect needs with our unique suite of solutions.

"We anticipate second quarter earnings per share will range between 84 cents to 92 cents before restructuring charges. We do not expect changes in currency rates to have a significant impact in the quarter based on current exchange rates."

In conjunction with its first quarter earnings release, ManpowerGroup will broadcast its conference call live over the Internet on April 19, 2013 at 7:30 a.m. CDT (8:30 a.m. EDT). Interested parties are invited to listen to the webcast and view the presentation by logging on to http://www.manpowergroup.com/investors.

Supplemental financial information referenced in the conference call can be found at http://www.manpowergroup.com/investors.

About ManpowerGroup

ManpowerGroupTM (NYSE: MAN) is the world leader in innovative workforce solutions that ensure the talent sustainability of the world's workforce for the good of companies, communities, countries, and individuals themselves. Specializing in solutions that help organizations achieve business agility and workforce flexibility, ManpowerGroup leverages its 65 years of world of work expertise to create the work models, design the people practices and access the talent sources its clients need for the future. From staffing, recruitment, workforce consulting, outsourcing and career management to assessment, training and development, ManpowerGroup delivers the talent to drive the innovation and productivity of organizations in a world where talentism is the dominant economic system. Every day, ManpowerGroup connects more than 630,000 people to work and builds their experience and employability through its relationships with 400,000 clients across 80 countries and territories. ManpowerGroup's suite of solutions is offered through ManpowerGroupTM Solutions, Manpower®, ExperisTM and Right Management®. ManpowerGroup was named one of the World's Most Ethical Companies for the third consecutive year in 2013, confirming our position as the most trusted brand in the industry. See how ManpowerGroup makes powering the world of work humanly possible at www.manpowergroup.com. Follow ManpowerGroup Chairman and CEO Jeff Joerres on Twitter: Twitter.com/manpowergroup.ji

Forward-Looking Statements

This news release contains statements, including earnings projections, that are forward-looking in nature and, accordingly, are subject to risks and uncertainties regarding the Company's expected future results. The Company's actual results may differ materially from those described or contemplated in the forward-looking statements. Factors that may cause the Company's actual results to differ materially from those contained in the forward-looking statements can be found in the Company's reports filed with the SEC, including the information under the heading 'Risk Factors' in its Annual Report on Form 10-K for the year ended December 31, 2012, which information is incorporated herein by reference.

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ManpowerGroup Results of Operations (In millions, except per share data)

Three Months Ended March 31 % Variance Amount Constant 2013 2012 Reported Currency (Unaudited) 4,768.9 -6.4% Revenues from services (a) \$ 5,096.4 -5.8% Cost of services 3,978.8 4,249.0 -6.4% -5.7% 790.1 847.4 -6.8% -6.2% Gross profit Selling and administrative expenses 735.7 753.6 -2.4% -1.9% -42.0% Operating profit 54.4 93.8 -40.5% Interest and other expenses 11.5 11.8 -2.3% 42.9 82.0 -47.7% -46.0% Earnings before income taxes 19.0 Provision for income taxes 41.8 -54.5% 40.2 Net earnings 23.9 -40.6% -38.7% 0.50 Net earnings per share - basic 0.31 -38.0% 0.50 Net earnings per share - diluted 0.31 -38.0% -36.0% 80.2 -3.9% Weighted average shares - basic 77.1 78.2 80.9 -3.3% Weighted average shares - diluted

⁽a) Revenues from services include fees received from our franchise offices of \$5.3 million and \$5.4 million for the three months ended March 31, 2013 and 2012, respectively. These fees are primarily based on revenues generated by the franchise offices, which were \$234.7 million and \$253.9 million for the three months ended March 31, 2013 and 2012, respectively.

ManpowerGroup Operating Unit Results (In millions)

Three Months Ended March 31 % Variance Amount Constant 2013 2012 Reported Currency (Unaudited) Revenues from Services: Americas: United States (a) 706.1 735.8 -4.0% \$ -4.0% Other Americas 386.9 402.5 -3.9% -1.4% 1,093.0 1,138.3 -4.0% -3.1% Southern Europe: 1,145.2 1,291.8 -11.3% -11.8% France 267.5 Italy 257.9 -3.6% -4.1% Other Southern Europe 193.4 195.2 -0.9% -1.9% 1,596.5 1,754.5 -9.0% -9.6% Northern Europe 1,370.3 1,444.0 -5.1% -5.6% APME 632.5 680.0 -7.0% -1.4% Right Management 76.6 79.6 -3.8% -2.5% 4,768.9 5,096.4 -6.4% -5.8% Operating Unit Profit: Americas: \$ 7.4 \$ 6.9 7.9% 7.9% United States Other Americas 8.7 15.3 -43.1% -43.6% 16.1 22.2 -27.4% -27.7% Southern Europe: France 14.3 5.5 161.9% 165.4% Italy 11.7 14.5 -19.5% -19.9% Other Southern Europe 3.5 -33.8% -35.4% 28.3 23.5 20.7% 21.1% 43.9 Northern Europe 10.6 -75.8% -75.6% 19.6 -19.4% APME 14.8 -25.2% Right Management 2.0 2.5 -18.4% -7.5% 111.7 71.8 Corporate expenses (24.4)(26.3)Intangible asset amortization expense (8.4)(9.0)Reclassification of French business tax 15.4 17.4 54.4 -42.0% -40.5% 93.8 Operating profit Interest and other expenses (b) (11.5)(11.8)Earnings before income taxes 42.9 82.0

(a) In the United States, revenues from services include fees received from our franchise offices of \$3.2 million for both the three months ended March 31, 2013 and 2012. These fees are primarily based on revenues generated by the franchise offices, which were \$155.1 million and \$164.4 million for the three months ended March 31, 2013 and 2012, respectively.

(b) The components of interest and other expenses were:

	20	13	2012
Interest expense	\$	10.7	\$ 10.6
Interest income		(0.9)	(1.8)
Foreign exchange loss (gain)		0.4	(0.2)
Miscellaneous expense, net		1.3	3.2
	\$	11.5	\$ 11.8

ManpowerGroup Consolidated Balance Sheets (In millions)

	Mar. 31 2013	Dec. 31 2012
	(Un	audited)
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 583.4	*
Accounts receivable, net	4,042.0	
Prepaid expenses and other assets	180.4	
Future income tax benefits	80.0	
Total current assets	4,885.8	5,060.6
Other assets:		
Goodwill and other intangible assets, net	1,352.8	
Other assets	386.9	395.3
Total other assets	1,739.7	1,767.2
Property and equipment:		
Land, buildings, leasehold improvements and equipment	690.9	704.1
Less: accumulated depreciation and amortization	513.1	519.3
Net property and equipment	177.8	184.8
Total assets	\$ 6,803.3	\$ 7,012.6
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 1,470.0) \$ 1,466.5
Employee compensation payable	174.2	210.7
Accrued liabilities	493.9	533.8
Accrued payroll taxes and insurance	597.3	685.7
Value added taxes payable	437.5	472.5
Short-term borrowings and current maturities of long-term debt	302.2	308.0
Total current liabilities	3,475.1	3,677.2
Other liabilities:	·	
Long-term debt	448.9	462.1
Other long-term liabilities	378.2	372.5
Total other liabilities	827,1	834.6
Shareholders' equity:		
Common stock	1.1	1.1
Capital in excess of par value	2,890.1	2,873.2
Retained earnings	1,125.4	
Accumulated other comprehensive (loss) income	(6.9	34.4
Treasury stock, at cost	(1,508.6	(1,509.4)
Total shareholders' equity	2,501.1	·
Total liabilities and shareholders' equity	\$ 6,803.3	
	- 0,000.0	7,012.0

ManpowerGroup Consolidated Statements of Cash Flows (In millions)

Three Months Ended March 31

	1V	Tarch 51
	2013	2012
	(U	naudited)
Cash Flows from Operating Activities:		
Net earnings	\$ 23	3.9 \$ 40.2
Adjustments to reconcile net earnings to net cash used in operating activities:		
Depreciation and amortization	24	
Deferred income taxes		2.7 (0.8)
Provision for doubtful accounts		5.0
Share-based compensation	6	6.9
Excess tax benefit on exercise of share-based awards	(0	- (1.3)
Changes in operating assets and liabilities, excluding the impact of acquisitions:		
Accounts receivable	20	
Other assets	(17	, , ,
Other liabilities	(128	3.3) (114.0)
Cash used in operating activities	(62	(20.7)
Cash Flows from Investing Activities:		
Capital expenditures	(12	2.8) (19.7)
Acquisitions of businesses, net of cash acquired		- (1.5)
Proceeds from sales of property and equipment	0	0.6
Cash used in investing activities	(12	(21.1)
Cash Flows from Financing Activities:		
Net change in short-term borrowings	2	2.2 9.5
Proceeds from long-term debt		- 0.1
Repayments of long-term debt	(0	0.3) (8.4)
Proceeds from share-based awards	10).2 3.5
Other share-based award transactions, net	1	.0 (4.5)
Cash provided by financing activities	13	3.1 0.2
Effect of exchange rate changes on cash	(3	3.3) 14.6
Change in cash and cash equivalents	(64	1.7) (27.0)
Cash and cash equivalents, beginning of period	648	3.1 580.5
Cash and cash equivalents, end of period	\$ 583	3.4 \$ 553.5















ManpowerGroup

First Quarter Results April 19, 2013

Forward-Looking Statement

This presentation includes forward-looking statements, including earnings projections which are subject to risks and uncertainties. Actual results might differ materially from those projected in the forward-looking statements. Additional information concerning factors that could cause actual results to materially differ from those in the forward-looking statements is contained in the ManpowerGroup Inc. Annual Report on Form 10-K dated December 31, 2012, which information is incorporated herein by reference, and such other factors as may be described from time to time in the Company's SEC filings.





Consolidated Financial Highlights

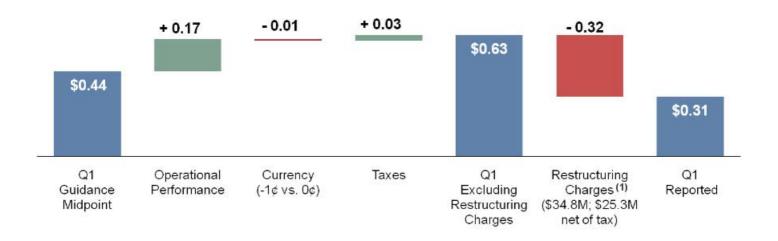
As Reported	Excluding Non -recurring Items ⁽¹⁾	Q1 Financial Highlights	
↓ 6%	↓ 6%	Revenue \$4.8B	
↓ 6% CC	↓ 6% CC		
0 bps	0 bps	Gross Margin 16.6%	
42 %	↓ 5%	0 (0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	
↓ 41% CC	↓ 3% CC	Operating Profit \$54M	
↓ 70 bps	† 10 bps	OP Margin 1.1%	
↓ 38%	† 26%	EPS \$.31	
↓ 36% CC	1 28% CC		

⁽¹⁾ Excludes the impact of restructuring charges of \$34.8M

Throughout this presentation, the difference between reported variances and Constant Currency (CC) variances represents the impact of currency on our financial results. Constant Currency is further explained on our Web site.



EPS Bridge - Q1 vs. Guidance Midpoint



(1) Includes charges as follows: Americas (\$5.9M), Southern Europe (\$1.2M), Northern Europe (\$17.1M), APME (\$2.4M), Right Management (\$3.8M), Corporate (\$4.4M)



Operating Unit Profit by Segment Q1 2013

(in millions)	OUP as Reported	Restructuring	OUP Excluding Restructuring
Americas	16.1 1.5%	5.9	22.0 2.0%
Southern Europe	28.3 1.8%	1.2	29.5 1.9%
Northern Europe	10.6 0.8%	17.1	27.7 2.0%
APME	14.8 2.3%	2.4	17.2 2.7%
Right Management	2.0 2.7%	3.8	5.8 7.6%
Corporate expenses Intangible asset amortization expense Reclassification of French business tax	(24.4) (8.4) 15.4	4.4	(20.0) (8.4) 15.4
Operating Profit	54.4 1.1%	34.8	89.2 1.9%



Simplification Plan Savings

Total annualized SG&A reduction of \$125M (4%) by December 2013. All regions and corporate impacted.

Targeted 2013 P/L savings of \$80M.

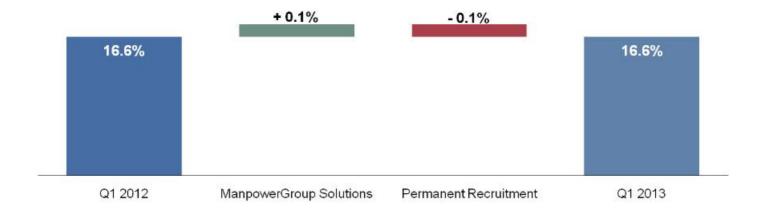
Restructuring charges of \$50M - \$60M in 2013.

		Projected vings	Targeted 2013 P/L Savings
Organization	(Millions)	\$45	\$39
Programs		30	20
Technology		28	12
Delivery		22	9
Total		\$125	\$80

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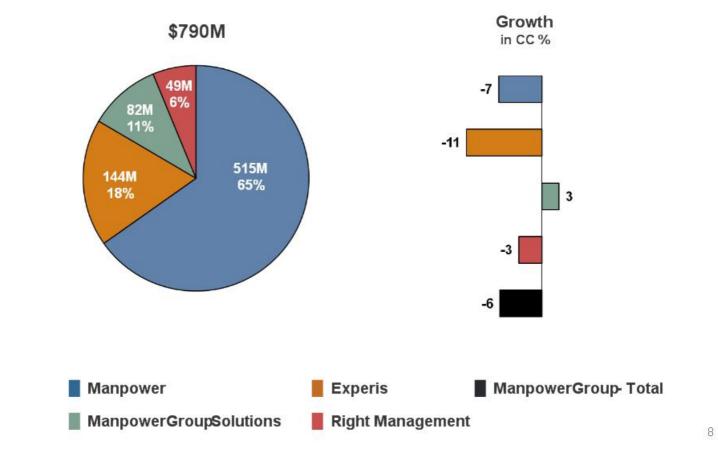


Consolidated Gross Margin Change





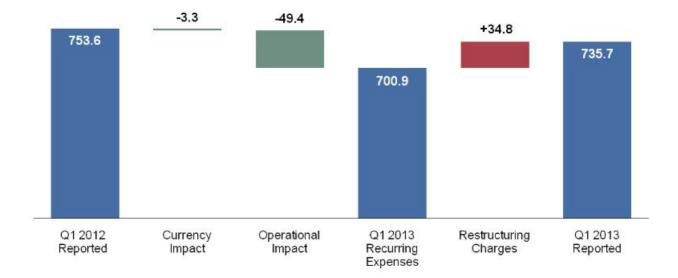
Business Line Gross Profit - Q1 2013





SG&A Expense Bridge - Q1 YoY

(in millions of USD)





Americas Segment

(23% of Revenue)

As Reported	Excluding Non-recurring Items ⁽²⁾	Q1 Financial Highlights ⁽¹⁾	
↓ 4%	↓ 4%	Dovenue ¢1.1D	
↓ 3% CC	↓ 3% CC	Revenue \$1.1B	
↓ 27%	↓ 1%	OUD ¢46M	
↓ 28% CC	↑ 0% CC	OUP \$16M	
↓ 50 bps	0 bps	OUP Margin 1.5%	

⁽¹⁾ Included in these amounts is the US, which had revenue of \$706M (-4%) and OUP of \$7.4M (+7.9%) or \$10.0M (+46%) excluding restructuring charges in Q1 2013.

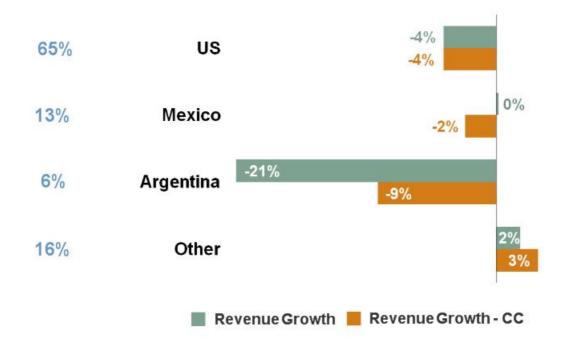
Operating Unit Profit (OUP) is the measure that we use to evaluate segment performance. OUP is equal to segment revenues less direct costs and branch and national headquarters operating costs.

⁽²⁾ Excludes the impact of restructuring charges of \$5.9M in Q1 2013.



Americas - Q1 Revenue Growth YoY

% of Segment Revenue





Southern Europe Segment

(33% of Revenue)

Q1 Financial Highlights	Excluding Non-recurring Items ⁽²⁾	As Reported
Dovenue #4 6D	↓ 9%	9%
Revenue \$1.6B	↓ 10% CC	10% CC
OUD ¢29M	↑ 26%	† 21%
OUP \$28M	↑ 26% CC	↑ 21% CC
OUP Margin 1.8%	1 60 bps	1 50 bps

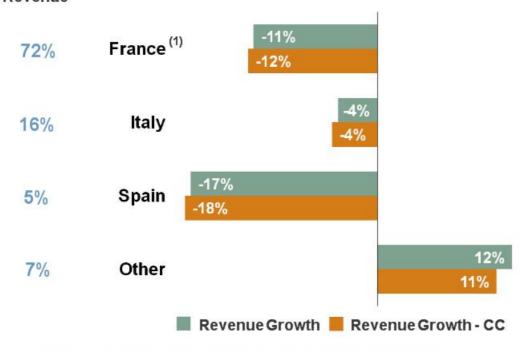
⁽¹⁾ Included in these amounts is France, which had revenue of \$1.1B (-12% CC) and OUP of \$14M (+165% CC). On an organic basis, France revenue decreased 13% in CC.

⁽²⁾ Excludes the impact of restructuring charges of \$1.2M in Q1 2013.



Southern Europe - Q1 Revenue Growth YoY

% of Segment Revenue



(1) On an organic basis, France revenue decreased 12% (-13% in CC).



Northern Europe Segment

(29% of Revenue)

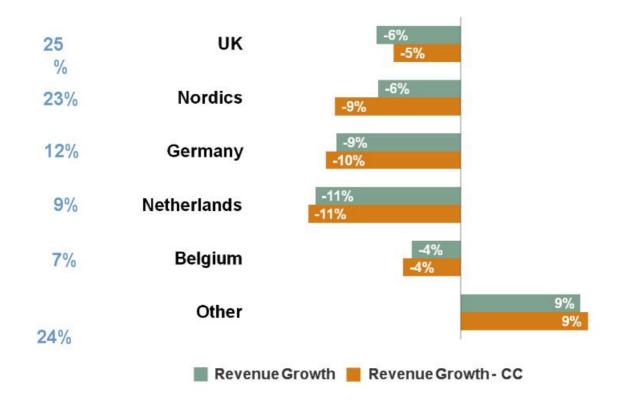
As Reported	Excluding Non-recurring Items ⁽¹⁾	Q1 Financial Highlights	
↓ 5%	↓ 5%	Revenue \$1.4B	
↓ 6% CC	↓ 6% CC		
↓ 76%	↓ 37%	OUD CAAM	
↓ 76% CC	↓ 37% CC	OUP \$11M	
↓ 220 bps	↓ 100 bps	OUP Margin 0.8%	

⁽¹⁾ Excludes the impact of restructuring charges of \$17.1M in Q1 2013.



Northern Europe - Q1 Revenue Growth YoY

% of Segment Revenue





APME Segment

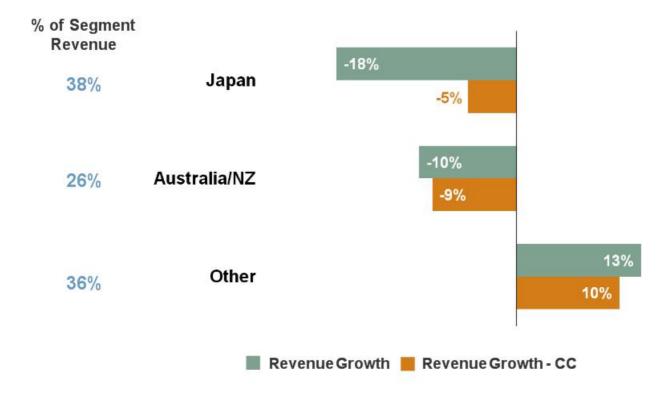
(13% of Revenue)

Q1 Financial Highlights	Excluding on-recurring Items ⁽¹⁾	As Reported N	
Devenue ¢622M	7%	7% 👃	ļ
Revenue \$633M	1% CC	1% CC ↓	Ţ
OUD ¢45M	13%	25% ↓	+
OUP \$15M	7% CC	19% CC 👃	ţ
OUP Margin 2.3%	20 bps	60 bps ↓	ţ

⁽¹⁾ Excludes the impact of restructuring charges of \$2.4M in Q1 2013.



APME - Q1 Revenue Growth YoY





Right Management Segment

(2% of Revenue)

Q1 Financial Highli	Excluding Non-recurring Items ⁽¹⁾	As Reported	
Devenue \$77M	4%	4%	ļ
Revenue \$77M	3% CC	3% CC	ţ
OUD ¢2M	134%	18%	ţ
OUP \$2M	143% CC	8% CC	ţ
OUP Margin 2.7%	† 450 bps	40 bps	1

⁽¹⁾ Excludes the impact of restructuring charges of \$3.8M in Q1 2013



Cash Flow Summary - Q1

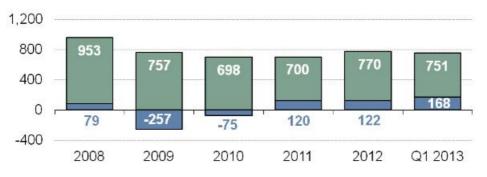
(\$ in millions)	2013	2012
Net Earnings	24	40
Non-cash Provisions and Other	39	35
Change in Operating Assets/Liabilities	(125)	(96)
Capital Expenditures	(13)	(19)
Free Cash Flow	(75)	(40)
Change in Debt	2	1
Effect of Exchange Rate Changes	(3)	15
Other	11	(3)
Change in Cash	(65)	(27)



Balance Sheet Highlights

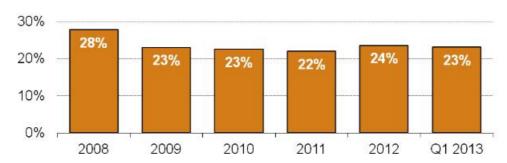
Total Debt

(\$ in millions)





Total Debt to Total Capitalization





Credit Facilities

(\$ in millions)

	Interest Rate	Maturity Date	Total Outstanding at 3/31/13	Remaining Available at 3/31/13
Euro Notes:				
- Euro 200M	4.86%	Jun 2013	256	¥
- Euro 350M	4.505%	Jun 2018	449	-
Revolving Credit Agreement ⁽¹⁾	1.48%	Oct 2016		799
Uncommitted lines and Other (2)	Various	Various	46	318
TotalDebt			751	1,117

⁽¹⁾ The \$800M agreement requires that we comply with a Leverage Ratio (Debt-to-EBITDA) of not greater than 3.5 to 1 and a Fixed Charge Coverage Ratio of not less than 1.5 to 1, in addition to other customary restrictive covenants. As defined in the agreement, we had a Debt-to-EBITDA ratio of 1.08 and a fixed charge coverage ratio of 2.78 as of March 31, 2013. As of March 31, 2013, there were \$0.9M of standby letters of credit issued under the agreement.

⁽²⁾ Represents subsidiary uncommitted lines of credit & overdraft facilities, which total \$364.0M. Total subsidiary borrowings are limited to \$300M due to restrictions in our Revolving Credit Facility, with the exception of Q3 when subsidiary borrowings are limited to \$600M.



Second Quarter Outlook

Revenue Total		Down 3-5% (Down 3-5% CC)	
Americas		Up/Down 1% (Up/Down 1% CC)	
Southern Europe		Down 7-9% (Down 8-10% CC)	
	Northern Europe	Down 1-3% (Down 1-3% CC)	
	APME	Down 5-7% (Down 0-2% CC)	
	Right Management	Down 2-4% (Down 1-3% CC)	
Gross Profit Margin		16.6 - 16.8%	
Operating Profit Margin		2.5 - 2.7%	
Tax Rate		42% (32% excl. reclassification of France business tax)	
EPS (before restructuring charges of \$15-20M)		\$0.84 - \$0.92 (no currency impact)	

Strategic Drivers



DIFFERENTIATION

articulating the unique value we bring to our clients, building our brand and capabilities to do more while improving gross margins



DIVERSIFICATION

Broadening our portfolio of solutions and services to provide more value to our clients while improving our gross margins



EFFICIENCY/ PRODUCTIVITY

Re-evaluating our systems and processes to increase our speed and cost effectiveness

Driving Results Through Our Organization & People



Questions

WORK. WORKER. WORKING. WORKFORCE.