

**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): November 15, 2012

MANPOWER INC.

(d/b/a ManpowerGroup)

(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 telephone number, including area code: (414) 961-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Securities Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On November 15, 2012 Manpower Inc. (d/b/a ManpowerGroup) (“The Company”) issued a press release announcing the promotion of Jonas Prising, currently Executive Vice President, President of the Americas, to ManpowerGroup President, responsible for the Americas and Southern Europe Region. In addition, we announced the promotion of Darryl Green, currently Executive Vice President, President – Asia Pacific and the Middle East, to ManpowerGroup President, responsible for the Asia Pacific, Middle East and Northern Europe Regions. As part of this change, Mr. Joerres’ title will change from Chairman, CEO and President to Chairman and CEO. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 5.03 **Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

Effective November 15, 2012, Article IV. of the Company’s Amended and Restated By-Laws (the “By-Laws”), was amended to modify the duties and responsibilities of the Chief Executive Officer by creating a separate office of President and moving some of his current duties and responsibilities to one or more Presidents of the Company.

The foregoing summary does not purport to be complete and is qualified in its entirety by reference to the full text of the amendment to the By-Laws with the amendments marked, which is attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 9.01. **Exhibits.**

Exhibit No.	Description
3.1	Amendment to Article IV. of the Amended and Restated By-Laws of Manpower Inc.
99.1	Press Release dated November 15, 2012

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.

MANPOWER INC.
(d/b/a ManpowerGroup)

Dated: November 20, 2012

By: /s/ Kenneth C. Hunt
Kenneth C. Hunt
Senior Vice President, General Counsel and
Secretary

EXHIBIT INDEX

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Amendment of By-Laws
of
Manpower Inc.

ARTICLE IV. OFFICERS

SECTION 4.1. Number Principal Officers. The principal officers of the Corporation shall be a ~~President and~~ appointed by the Board of Directors and shall be comprised of a Chief Executive Officer, one a President or two or more Vice Presidents, any number of whom may be designated as Senior Executive Vice President, Executive Vice President or Senior Vice President, a Secretary and a Treasurer, each of whom shall be elected ~~determined~~ by the Board of Directors. ~~Such other officers as may be deemed necessary may be elected or appointed by or under the authority of the Board of Directors. Such other assistant officers as may be deemed necessary may be appointed by the Board of Directors or the President, and an Executive Vice President and Chief Executive Officer for such term as is specified in the appointment.~~ Financial Officer. ~~The same natural person may simultaneously hold more than one office in Chief Executive Officer shall have the authority, subject to such requirements, terms and conditions as may be prescribed by the Board of Directors, to appoint such other officers of the Corporation:~~

~~SECTION 4.2. Election and Term of Office.~~ The officers of the Corporation to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after the annual meeting of the shareholders. If the election of as the Chief Executive Officer deems necessary or appropriate, to prescribe their powers and duties, and to delegate authority to them. Each of the officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until his a successor shall have been duly elected for such office is appointed or until his or her earlier death or until he shall resign or shall have been removed in removal by the manner hereinafter provided.

~~SECTION 4.3. Removal.~~ The Board of Directors may remove any officer at any time with or without cause and notwithstanding or by the contract rights, if any, of the officer removed. The Board of Directors or the President and Chief Executive Officer may remove any assistant if such officer who was initially appointed by him. At the Board or end of the term of a President where there is no successor, his or her responsibilities and authority shall revert to the Chief Executive Officer. The appointment of an officer or assistant officer does not itself create contract rights.

~~SECTION 4.4. Vacancies.~~ A vacancy in any principal office because of death, resignation, removal, disqualification or otherwise, shall be filled ~~SECTION 4.2. Duties of Principal Officers. Subject to such requirements, terms and conditions as may be prescribed by the Board of Directors and the duties established by the Board of Directors for the unexpired portion of the term. A vacancy in any assistant office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors or the President and Chief Executive Officer.~~

~~SECTION 4.5. President and Chief Executive Officer.~~ The President and President or Presidents, the Chief Executive Officer shall be the have overall responsibility for the business and affairs of the Corporation including such duties as are regularly and customarily performed by the chief executive officer of the Corporation, a corporation. Without limiting the foregoing, the Chief Executive Officer shall have executive authority to see that all orders and resolutions of the Board of Directors are carried into effect and shall, subject to the control vested in the Board of Directors by the Wisconsin business corporation law, Business Corporation Law, administer and be responsible for the management of the business and affairs of the Corporation. In the absence of the Chairman of the Board, the President and Chief Executive Officer shall preside at annual and special meetings of shareholders. The President and Chief Executive Officer shall have authority, including the authority to delegate to any officer of the Corporation, to sign, execute and acknowledge, on behalf of the Corporation, all deeds, mortgages, bonds, stock certificates, contracts, leases, reports and all other documents or instruments necessary or proper to be executed in the course of the Corporation's regular business or which shall be authorized by the Board of Directors; and, except as otherwise provided by law, or limited by the Board of Directors, he may authorize any Vice President or other officer or agent of the Corporation to sign, execute and acknowledge such documents or instruments in his place and stead. The President and Chief Executive Officer shall perform such other duties as are incident to the office of President and Chief Executive Officer or as may be prescribed from time to time by the Board of Directors. .

~~SECTION 4.6. Vice Presidents.~~ One or more of the Vice Presidents may be designated as Senior Executive Vice The President, Executive Vice President or Senior Vice President. shall have such authority as is assigned to the person holding that office by the Board of Directors or the Chief Executive Officer. In the absence of the President and Chief Executive Officer or in the event of his death, inability or refusal to act, the Vice Presidents in the order designated at a President will have the time of their election, shall authority to perform the duties of the President and Chief Executive Officer and when so acting shall have all the powers of and be subject to all the restrictions upon the President and Chief Executive Officer. Any Vice President may sign with Without limiting the Secretary or Assistant Secretary certificates foregoing, the President shall be responsible for share the management of the business and affairs of the Corporation within the area of responsibility assigned to him. Within such area of responsibility, the President shall have the authority, including the authority to delegate to any officer of the Corporation, to sign, execute and acknowledge, on behalf of the Corporation, all deeds, mortgages, bonds, stock certificates, contracts, leases, reports and all other documents or instruments necessary or proper to be executed in the course of the Corporation's regular business or which shall be authorized by the Board of Directors.

The Executive Vice President and Chief Financial Officer shall be the chief financial officer of the Corporation and perform such duties as are regularly and customarily performed by individuals generally holding the position of chief financial officer of a corporation.

Section 4.3 Removal. Any officer of the Corporation may be removed by the Board of Directors, and any officer of the Corporation appointed by the Chief Executive Officer may be removed by the Chief Executive Officer whenever in his or her judgment the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment shall not in and of itself create contract rights.

SECTION 4.4. Vice Presidents. One or more of the Vice Presidents may be designated as Executive Vice President or Senior Vice President. The Chief Executive Officer or a President may appoint one or more Vice Presidents who shall have such duties and responsibilities as are designated by the Chief Executive Officer or President, whoever makes such appointment. Any Vice President shall perform such other duties as are incident to the office area of responsibility assigned in the appointment of Vice President or as may be prescribed from time to time by the Board of Directors or the, a President and, or the Chief Executive Officer.

SECTION 4.75. Secretary. The Secretary shall: (i) keep the minutes of the shareholders and Board of Directors meetings in one or more books provided for that purpose, (ii) see that all notices are duly given in accordance with the provisions of the By-Laws or as required by law, (iii)

be custodian of the Corporation's records and of the seal of the Corporation, (iv) see that the seal of the Corporation is affixed to all appropriate documents the execution of which on behalf of the Corporation under its seal is duly authorized, (v) keep a register of the address of each shareholder which shall be furnished to the Secretary by such shareholder and (vi) perform all duties incident to the office of Secretary and such other duties as may be prescribed from time to time by the Board of Directors or the President and Chief Executive Officer.

SECTION 4.86. Treasurer. The Treasurer shall: (i) have charge and custody of and be responsible for all funds and securities of the Corporation, (ii) receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation, and (iii) in general perform all of the duties incident to the office of Treasurer and have such other duties and exercise such other authority as from time to time may be delegated or assigned by the Board of Directors or the President and Chief Executive Officer.

SECTION 4.97. Assistant Secretaries and Assistant Treasurers. An Assistant Secretary, if any, when authorized by the Board of Directors, may sign with the President and Chief Executive Officer or any Vice President certificates for shares of the Corporation, the issuance of which shall have been authorized by a resolution of the Board of Directors. An Assistant Treasurer, if any, shall, if required by the Board of Directors, give bonds for the faithful discharge of his duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Secretaries and Assistant Treasurers, in general, shall perform such duties as shall be assigned to them by the Board of Directors, the President and Chief Executive Officer or the Secretary or the Treasurer, respectively.

SECTION 4.108. Salaries. The salaries of the officers shall be fixed from time to time by the Board of Directors or a committee authorized by the Board to fix the same, and no officer shall be prevented from receiving such salary by reason of the fact that he is also a director of the Corporation or a member of such committee.

**FOR IMMEDIATE RELEASE****CONTACT:**

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**ManpowerGroup Chairman and CEO Promotes
 Two Officers to Presidents**

*New Executive Management Structure to Accelerate Delivery
 of Innovative Workforce Solutions*

MILWAUKEE (15 NOVEMBER 2012) – ManpowerGroup (NYSE: MAN), the world leader in innovative workforce solutions, announced today that ManpowerGroup Chairman and CEO Jeff Joerres has promoted two ManpowerGroup officers to serve as Presidents of the company and expanded their leadership roles to cover additional markets. Joerres, CEO and President of the company since 1999 and Chairman since 2001, is transferring his President title to both Jonas Prising and Darryl Green. Both executives will continue reporting directly to Joerres, who will remain Chairman and CEO.

In addition to being responsible for the Americas, Prising now oversees Southern Europe and will work directly with ManpowerGroup country leaders in all of these regions. Green is responsible for the Asia Pacific, Middle East and now Northern Europe regions. Hans Leentjes continues as ManpowerGroup President of Northern Europe, driving the region's performance and will report to Green.

"Delivering client solutions with speed and efficiency is a top priority in today's increasingly complex Human Age," Joerres said. "Expanding the roles of these two officers at a President level will simplify and focus our decision-making and selling processes, ultimately driving stronger performance across ManpowerGroup's delivery model.

"Both Jonas and Darryl have consistently delivered against ManpowerGroup's financial goals, possess exceptional knowledge of global and local talent markets, and reinforce the behaviors that define ManpowerGroup's culture," Joerres added. "I am confident that by expanding their executive responsibilities ManpowerGroup is better positioned to more quickly provide employers with the right innovative workforce solutions."

About ManpowerGroup

ManpowerGroup™ (NYSE: MAN), the world leader in innovative workforce solutions, creates and delivers high-impact solutions that enable our clients to achieve their business goals and enhance their competitiveness. With over 60 years of experience, our \$22 billion company creates unique time to value through a comprehensive suite of innovative solutions that help clients win in the Human Age. These solutions cover an entire range of talent-driven needs from recruitment and assessment, training and development, and career management, to outsourcing and workforce consulting. ManpowerGroup maintains the world's largest and industry-leading network of nearly 3,900 offices in 80 countries and territories, generating a dynamic mix of an unmatched global footprint with valuable insight and local expertise to meet the needs of its 400,000 clients per year, across all industry sectors, small and medium-sized enterprises, local, multinational and global companies. By connecting our deep understanding of human potential to the ambitions of clients, ManpowerGroup helps the organizations and individuals we serve achieve more than they imagined – because their success leads to our success. And by creating these powerful connections, we create power that drives organizations forward, accelerates personal success and builds more sustainable communities. We help power the world of work. The ManpowerGroup suite of solutions is offered through ManpowerGroup™ Solutions, Manpower®, Experis™ and Right Management®. Learn more about how the ManpowerGroup can help you win in the Human Age at www.manpowergroup.com.

ManpowerGroup is the most trusted brand in the industry, and was once again the only company in our industry to be named to the Ethisphere Institute's 2012 World's Most Ethical Companies list for our proven commitment to ethical business practices, including an outstanding commitment to ethical leadership, compliance practices and corporate social responsibility.

In January 2011, at the World Economic Forum Annual Meeting in Davos, Switzerland, ManpowerGroup announced the world has entered the Human Age, where talent has replaced capital as the key competitive differentiator. This concept of talentism as the new capitalism continues to resonate and was echoed as a core theme of the 2012 Annual Meeting of the World Economic Forum in Davos. Learn more about this new age at www.manpowergroup.com/humanage

Gain access to ManpowerGroup's extensive thought leadership papers, annual Talent Shortage surveys and the Manpower Employment Outlook Survey, one of the most trusted indices of employment activity in the world, via the ManpowerGroup World of Work Insight iPad application. This thought leadership app explores the challenges faced by employers navigating the changing world of work and provides in-depth commentary, analysis, insight and advice on strategies for success.

Follow ManpowerGroup Chairman and CEO Jeff Joerres on Twitter: twitter.com/manpowergroupjj. Joerres is one of only 20 Fortune 500 CEOs who leverages a Twitter account to get his message out.

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