

**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): May 7, 2021

**MANPOWERGROUP INC.**

(Exact name of registrant as specified in its charter)

<b>Wisconsin</b> (State or other jurisdiction of incorporation)	<b>1-10686</b> (Commission File Number)	<b>39-1672779</b> (IRS Employer Identification No.)
<b>100 Manpower Place Milwaukee, Wisconsin</b> (Address of principal executive offices)		<b>53212</b> (Zip Code)

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

(Former name or former address, if changed since last report.)

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 Exchange 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 par value	MAN	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.07 Submission of Matters to a Vote of Security Holders**

At our 2021 Annual Meeting, our shareholders voted on proposals to: (1) elect twelve individuals nominated by the Board of Directors of the Company to serve until 2022; (2) ratify the appointment of Deloitte & Touche LLP as our independent auditors for 2021; and (3) provide an advisory vote on the compensation of our named executive officers. The final voting results on these proposals are as follows:

	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
1. a) Election of Gina R. Boswell	45,578,228	2,020,134	20,016	1,781,403
b) Election of Jean-Philippe Courtois	47,501,606	95,130	21,643	1,781,403
c) Election of William Downe	47,197,910	398,704	21,764	1,781,403
d) Election of John F. Ferraro	47,563,438	33,143	21,798	1,781,403
e) Election of William P. Gipson	47,422,317	174,256	21,805	1,781,403
f) Election of Patricia Hemingway Hall	47,235,940	361,997	20,441	1,781,403
g) Election of Julie M. Howard	47,292,422	305,456	20,500	1,781,403
h) Election of Ulice Payne, Jr.	45,610,455	1,987,120	20,804	1,781,403
i) Election of Jonas Prising	45,960,228	1,547,592	110,558	1,781,403
j) Election of Paul Read	47,563,114	33,075	22,189	1,781,403
k) Election of Elizabeth P. Sartain	47,053,355	545,593	19,431	1,781,403
l) Election of Michael J. Van Handel	47,425,431	171,650	21,298	1,781,403
2. Ratification of the appointment of Deloitte & Touche LLP as our independent auditors for 2021	48,847,482	534,488	17,812	0
3. Advisory vote on the compensation of our named executive officers	46,030,169	1,558,192	30,017	1,781,403

**Item 8.01 Other Events**

On May 7, 2021 our Board of Directors declared a semi-annual dividend of \$1.26 per share. The dividend will be paid on June 15, 2021 to shareholders of record as of the close of business on June 1, 2021. The press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release dated May 7, 2021</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**SIGNATURE**

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: May 7, 2021

By: /s/ Richard Buchband

Name: Richard Buchband

Title: Senior Vice President, General Counsel and Secretary



ManpowerGroup®

**FOR IMMEDIATE RELEASE**

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### **ManpowerGroup Increases Dividend 7.7 Percent**

**MILWAUKEE (May 7, 2021)** – The Board of Directors of ManpowerGroup (NYSE: MAN) has declared a semi-annual dividend of \$1.26 per share, a 7.7 percent increase from the most recent semi-annual dividend of \$1.17 per share.

The dividend is payable on June 15, 2021 to shareholders of record as of the close of business on June 1, 2021.

Additional financial information about ManpowerGroup, including stock history and annual shareholder reports, can be found at <http://investor.manpowergroup.com>.

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#### **ABOUT MANPOWERGROUP**

ManpowerGroup® (NYSE: MAN), the leading global workforce solutions company, helps organizations transform in a fast-changing world of work by sourcing, assessing, developing and managing the talent that enables them to win. We develop innovative solutions for hundreds of thousands of organizations every year, providing them with skilled talent while finding meaningful, sustainable employment for millions of people across a wide range of industries and skills. Our expert family of brands – Manpower, Experis and Talent Solutions – creates substantially more value for candidates and clients across more than 75 countries and territories and has done so for over 70 years. We are recognized consistently for our diversity - as a best place to work for Women, Inclusion, Equality and Disability and in 2021 ManpowerGroup was named one of the World's Most Ethical Companies for the 12th year - all confirming our position as the brand of choice for in-demand talent.