

**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): March 31, 2011

**MANPOWER INC.**

**(d/b/a ManpowerGroup)**

(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</b> <b>Milwaukee, Wisconsin</b> (Address of principal executive offices)		<b>53212</b> (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 2.02 Results of Operations and Financial Condition**

The information contained in Item 7.01 of this Form 8-K is incorporated by reference into this Item 2.02.

**Item 7.01 Regulation FD Disclosure**

Effective January 1, 2011, we created a new organizational structure in Europe in order to elevate our service quality throughout Europe, Middle East and Africa. Other Southern Europe and Northern Europe, previously reported in Other EMEA, are now separate reportable segments. France, Italy, and Other Southern Europe are aggregated into our Southern Europe reportable segment. All previously reported results have been restated to conform to the current year presentation. Additionally, we changed the name of our Asia Pacific reportable segment to APME; the results of this reportable segment have not been restated as only the name has changed. Attached hereto as Exhibit 99 is our Operating Unit Results since January 1, 2009, revised to conform to the current year presentation.

The information furnished pursuant to this Item 7.01 and Item 2.02 of this Form 8-K, including Exhibit 99 attached hereto, is not deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that section. Further, such information, including Exhibit 99, shall not be deemed to be incorporated by reference into the filings of the registrant under the Securities Act of 1933.

**Item 9.01. Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
99	Operating Unit Results reflecting the restatement of segment results

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**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: March 31, 2011

By: /s/ Michael J. Van Handel  
Michael J. Van Handel  
Executive Vice President and  
Chief Financial Officer

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**EXHIBIT INDEX**

**Exhibit No.**

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99

**Description**

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Operating Unit Results reflecting the restatement of segment results

Manpower Inc. (d/b/a ManpowerGroup)  
Restated Operating Unit Results  
(In millions)

Effective January 1, 2011, we created a new organizational structure in Europe in order to elevate our service quality throughout Europe, Middle East and Africa. Other Southern Europe and Northern Europe, previously reported in Other EMEA, are now separate reportable segments. France, Italy, and Other Southern Europe are aggregated into our Southern Europe reportable segment. All previously reported results have been restated to conform to the current year presentation. Additionally, we changed the name of our Asia Pacific reportable segment to APME; the results of this reportable segment have not been restated as only the name has changed.

	Three Months Ended March 31				Three Months Ended June 30			
	2010	2009	% Variance		2010	2009	% Variance	
			Amount Reported	Constant Currency			Amount Reported	Constant Currency
	(Unaudited)				(Unaudited)			
<b>Revenues from Services:</b>								
<b>Americas:</b>								
United States	\$ 482.7	\$ 426.5	13.2%	13.2%	\$ 726.6	\$ 422.4	72.0%	72.0%
Other Americas	294.5	219.2	34.4%	22.8%	306.1	220.7	38.6%	30.9%
	<u>777.2</u>	<u>645.7</u>	20.4%	16.4%	<u>1,032.7</u>	<u>643.1</u>	60.6%	57.9%
<b>Southern Europe:</b>								
France	1,107.5	956.9	15.7%	9.3%	1,255.9	1,100.1	14.2%	22.6%
Italy	234.2	220.4	6.3%	0.4%	258.8	230.1	12.5%	20.6%
Other Southern Europe	158.4	122.9	28.8%	20.3%	168.5	130.2	29.5%	32.2%
	<u>1,500.1</u>	<u>1,300.2</u>	15.4%	8.9%	<u>1,683.2</u>	<u>1,460.4</u>	15.3%	23.2%
Northern Europe	1,221.2	1,135.9	7.5%	-1.7%	1,265.2	1,125.7	12.4%	16.4%
APME	497.5	425.2	17.0%	5.3%	505.7	406.2	24.5%	15.4%
Right Management	103.3	136.0	-24.0%	-27.9%	98.8	158.1	-37.5%	-37.8%
	<u>\$ 4,099.3</u>	<u>\$ 3,643.0</u>	12.5%	5.1%	<u>\$ 4,585.6</u>	<u>\$ 3,793.5</u>	20.9%	23.7%
<b>Operating Unit Profit (Loss):</b>								
<b>Americas:</b>								
United States	\$ (11.9)	\$ (20.5)	N/A	N/A	\$ 14.7	\$ (14.3)	N/A	N/A
Other Americas	9.6	4.8	101.6%	87.6%	8.7	3.9	122.3%	110.7%
	<u>(2.3)</u>	<u>(15.7)</u>	N/A	N/A	<u>23.4</u>	<u>(10.4)</u>	N/A	N/A
<b>Southern Europe:</b>								
France	0.2	1.0	-83.9%	-69.7%	9.9	4.2	139.8%	168.6%
Italy	6.8	1.4	384.9%	361.8%	13.5	6.8	99.4%	115.2%
Other Southern Europe	(0.9)	(3.2)	-72.6%	-72.6%	2.1	(2.6)	N/A	N/A
	<u>6.1</u>	<u>(0.8)</u>	N/A	N/A	<u>25.5</u>	<u>8.4</u>	205.6%	230.7%
Northern Europe	19.0	1.0	1849.4%	1677.2%	28.4	(3.0)	N/A	N/A
APME	12.5	12.1	3.6%	-9.3%	12.0	3.5	237.3%	215.1%
Right Management	12.5	29.1	-56.9%	-58.1%	7.8	42.3	-81.5%	-81.7%
	<u>47.8</u>	<u>25.7</u>			<u>97.1</u>	<u>40.8</u>		
Corporate expenses	(24.0)	(19.0)			(22.8)	(16.5)		
Intangible asset amortization expense	(4.9)	(5.3)			(11.6)	(5.3)		
Reclassification of French business tax	13.7	-			16.4	-		
Operating profit	32.6	1.4	N/A	N/A	79.1	19.0	314.9%	331.0%
Interest and other expenses	(12.9)	(11.9)			(11.9)	(10.8)		
Earnings (loss) before income taxes	<u>\$ 19.7</u>	<u>\$ (10.5)</u>			<u>\$ 67.2</u>	<u>\$ 8.2</u>		

## Six Months Ended June 30

	2010	2009	% Variance	
			Amount Reported	Constant Currency
(Unaudited)				
Revenues from Services:				
Americas:				
United States	\$ 1,209.3	\$ 848.9	42.4%	42.4%
Other Americas	600.6	439.9	36.5%	26.9%
	<u>1,809.9</u>	<u>1,288.8</u>	40.4%	37.1%
Southern Europe:				
France	2,363.4	2,057.0	14.9%	16.4%
Italy	493.0	450.5	9.4%	10.7%
Other Southern Europe	326.9	253.1	29.2%	26.4%
	<u>3,183.3</u>	<u>2,760.6</u>	15.3%	16.4%
Northern Europe	2,486.4	2,261.6	9.9%	7.3%
APME	1,003.2	831.4	20.7%	10.2%
Right Management	202.1	294.1	-31.3%	-33.2%
	<u>\$ 8,684.9</u>	<u>\$ 7,436.5</u>	16.8%	14.6%
Operating Unit Profit (Loss):				
Americas:				
United States	\$ 2.8	\$ (34.8)	N/A	N/A
Other Americas	18.3	8.7	110.9%	98.0%
	<u>21.1</u>	<u>(26.1)</u>	N/A	N/A
Southern Europe:				
France	10.1	5.2	96.2%	122.1%
Italy	20.3	8.2	148.4%	157.5%
Other Southern Europe	1.2	(5.8)	N/A	N/A
	<u>31.6</u>	<u>7.6</u>	316.9%	342.1%
Northern Europe	47.4	(2.0)	N/A	N/A
APME	24.5	15.6	57.0%	41.9%
Right Management	20.3	71.4	-71.5%	-72.1%
	<u>144.9</u>	<u>66.5</u>		
Corporate expenses	(46.8)	(35.5)		
Intangible asset amortization expense	(16.5)	(10.6)		
Reclassification of French business tax	30.1	-		
Operating profit	<u>111.7</u>	<u>20.4</u>	447.6%	441.4%
Interest and other expenses	<u>(24.8)</u>	<u>(22.7)</u>		
Earnings (loss) before income taxes	<u>\$ 86.9</u>	<u>\$ (2.3)</u>		

	Three Months Ended September 30				Three Months Ended December 31			
	2010	2009 (Unaudited)	% Variance		2010	2009 (Unaudited)	% Variance	
			Amount Reported	Constant Currency			Amount Reported	Constant Currency
<b>Revenues from Services:</b>								
<b>Americas:</b>								
United States	\$ 797.0	\$ 458.1	74.0%	74.0%	\$ 777.1	\$ 479.0	62.2%	62.2%
Other Americas	317.1	243.5	30.3%	25.8%	347.8	283.9	22.5%	19.5%
	<u>1,114.1</u>	<u>701.6</u>	58.8%	57.3%	<u>1,124.9</u>	<u>762.9</u>	47.5%	46.3%
<b>Southern Europe:</b>								
France	1,411.6	1,314.1	7.4%	18.8%	1,433.6	1,304.4	9.9%	19.5%
Italy	257.1	231.0	11.3%	23.1%	294.1	269.3	9.2%	18.8%
Other Southern Europe	183.0	167.5	9.3%	16.0%	189.0	170.3	10.9%	15.1%
	<u>1,851.7</u>	<u>1,712.6</u>	8.1%	19.1%	<u>1,916.7</u>	<u>1,744.0</u>	9.9%	18.9%
Northern Europe	1,365.0	1,211.8	12.6%	20.1%	1,492.7	1,307.4	14.2%	19.7%
APME	555.7	427.9	29.8%	20.5%	588.3	468.7	25.5%	16.5%
Right Management	85.5	135.7	-37.0%	-36.5%	87.0	129.6	-32.9%	-32.4%
	<u>\$ 4,972.0</u>	<u>\$ 4,189.6</u>	18.7%	24.1%	<u>\$ 5,209.6</u>	<u>\$ 4,412.6</u>	18.1%	22.1%
<b>Operating Unit Profit (Loss):</b>								
<b>Americas:</b>								
United States	\$ 25.9	\$ 1.1	N/A	N/A	\$ 14.1	\$ (7.7)	N/A	N/A
Other Americas	8.2	5.5	49.4%	43.2%	10.0	5.9	67.9%	63.9%
	<u>34.1</u>	<u>6.6</u>	415.1%	409.9%	<u>24.1</u>	<u>(1.8)</u>	N/A	N/A
<b>Southern Europe:</b>								
France	25.0	10.6	135.6%	160.6%	12.0	5.0	138.0%	156.7%
Italy	11.4	8.6	30.7%	44.6%	15.8	11.1	43.2%	55.6%
Other Southern Europe	3.2	0.4	744.6%	748.6%	2.8	(0.7)	N/A	N/A
	<u>39.6</u>	<u>19.6</u>	101.3%	121.0%	<u>30.6</u>	<u>15.4</u>	98.8%	112.6%
Northern Europe	39.8	15.6	156.7%	177.0%	63.0	27.2	130.4%	141.5%
APME	13.1	4.0	234.1%	210.9%	9.6	6.9	42.0%	32.4%
Right Management	-	21.2	N/A	N/A	(16.8)	20.8	N/A	N/A
	<u>126.6</u>	<u>67.0</u>			<u>110.5</u>	<u>68.5</u>		
Corporate expenses	(23.6)	(21.1)			(30.8)	(20.8)		
Goodwill and intangible asset impairment charges	-	(61.0)			(428.8)	-		
Intangible asset amortization expense	(11.6)	(6.4)			(11.2)	(4.9)		
Reclassification of French business tax	17.5	-			17.7	-		
Operating profit	108.9	(21.5)	N/A	N/A	(342.6)	42.8	N/A	N/A
Interest and other expenses	(8.4)	(29.3)			(10.0)	(12.6)		
Earnings (loss) before income taxes	<u>\$ 100.5</u>	<u>\$ (50.8)</u>			<u>\$ (352.6)</u>	<u>\$ 30.2</u>		

	Nine Months Ended September 30				Year Ended December 31			
	2010	2009 (Unaudited)	% Variance		2010	2009 (Unaudited)	% Variance	
			Amount Reported	Constant Currency			Amount Reported	Constant Currency
<b>Revenues from Services:</b>								
<b>Americas:</b>								
United States	\$ 2,006.3	\$ 1,307.0	53.5%	53.5%	\$ 2,783.4	\$ 1,786.0	55.8%	55.8%
Other Americas	917.7	683.4	34.3%	26.5%	1,265.5	967.3	30.8%	24.4%
	<u>2,924.0</u>	<u>1,990.4</u>	46.9%	44.2%	<u>4,048.9</u>	<u>2,753.3</u>	47.1%	44.8%
<b>Southern Europe:</b>								
France	3,775.0	3,371.1	12.0%	17.4%	5,208.6	4,675.5	11.4%	18.0%
Italy	750.1	681.5	10.1%	14.9%	1,044.2	950.8	9.8%	16.0%
Other Southern Europe	509.9	420.6	21.2%	22.2%	698.9	590.9	18.3%	20.2%
	<u>5,035.0</u>	<u>4,473.2</u>	12.6%	17.5%	<u>6,951.7</u>	<u>6,217.2</u>	11.8%	17.9%
Northern Europe	3,851.4	3,473.4	10.9%	11.8%	5,344.1	4,780.8	11.8%	13.9%
APME	1,558.9	1,259.3	23.8%	13.7%	2,147.2	1,728.0	24.3%	14.5%
Right Management	287.6	429.8	-33.1%	-34.2%	374.6	559.4	-33.0%	-33.8%
	<u>\$ 13,656.9</u>	<u>\$ 11,626.1</u>	17.5%	18.0%	<u>\$ 18,866.5</u>	<u>\$ 16,038.7</u>	17.6%	19.2%
<b>Operating Unit Profit (Loss):</b>								
<b>Americas:</b>								
United States	\$ 28.7	\$ (33.7)	N/A	N/A	\$ 42.8	\$ (41.4)	N/A	N/A
Other Americas	26.5	14.2	87.1%	76.8%	36.5	20.1	81.4%	72.9%
	<u>55.2</u>	<u>(19.5)</u>	N/A	N/A	<u>79.3</u>	<u>(21.3)</u>	N/A	N/A
<b>Southern Europe:</b>								
France	35.1	15.8	122.7%	148.0%	47.1	20.8	126.4%	150.1%
Italy	31.7	16.8	87.9%	99.5%	47.5	27.9	70.2%	82.1%
Other Southern Europe	4.4	(5.4)	N/A	N/A	7.2	(6.1)	N/A	N/A
	<u>71.2</u>	<u>27.2</u>	161.3%	182.6%	<u>101.8</u>	<u>42.6</u>	138.8%	157.3%
Northern Europe	87.2	13.6	543.8%	562.7%	150.2	40.8	267.9%	281.6%
APME	37.6	19.6	93.4%	76.6%	47.2	26.5	78.4%	63.6%
Right Management	20.3	92.6	-78.0%	-78.9%	3.5	113.4	-96.9%	-98.0%
	<u>271.5</u>	<u>133.5</u>			<u>382.0</u>	<u>202.0</u>		
Corporate expenses	(70.4)	(56.6)			(101.2)	(77.4)		
Goodwill and intangible asset impairment charges	-	(61.0)			(428.8)	(61.0)		
Intangible asset amortization expense	(28.1)	(17.0)			(39.3)	(21.9)		
Reclassification of French business tax	47.6	-			65.3	-		
Operating profit	220.6	(1.1)	N/A	N/A	(122.0)	41.7	N/A	N/A
Interest and other expenses	(33.2)	(52.0)			(43.2)	(64.6)		
Earnings (loss) before income taxes	<u>\$ 187.4</u>	<u>\$ (53.1)</u>			<u>\$ (165.2)</u>	<u>\$ (22.9)</u>		