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| GREEN DARF Form 4 | | | | | | | | | | |
|--|-------------------------------------|---|---|--|--|--|--|--|---|--|
| January 03, 201 | | | | | | | | OMB A | PPROVAL | |
| FORM | UNITED | STATES | | RITIES A | | | COMMISSIO | | 3235-0287 | |
| Check this b if no longer subject to Section 16. Form 4 or | IENT OI | F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | Expires: Estimated burden hor response | urs per | | |
| Form 5 obligations may continu <i>See</i> Instructi 1(b). | e. Section 17(| 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 | | | | | | | | |
| (Print or Type Res | ponses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> GREEN DARRYL | | | 2. Issuer Name and Ticker or Trading Symbol ManpowerGroup Inc. [MAN] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (| Middle) | • | of Earliest T | . – | - | (Check all applicable) | | | |
| MANPOWER MANPOWER | | , 100 | (Month/ 12/31/2 | Day/Year) 2017 | | | Director X Officer (gi below) C | | % Owner ner (specify | |
| (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 | | | | |
| MILWAUKEI | | | | | | | Person | | | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative | Securities A | cquired, Disposed | of, or Beneficia | ally Owned | |
| | Transaction Date Ionth/Day/Year) | 2A. Deemo Execution any (Month/Da | Date, if | 3. Transactio Code (Instr. 8) | 4. Securiti nAcquired Disposed (Instr. 3, 4 | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code V | Amount | (D) Price | (Instr. 3 and 4) | | | |
| Reminder: Report | on a separate line | for each cla | ass of sec | urities bene | - | - | - | | | |
| | | | | | inform requir | nation cont ed to respo ys a curre | spond to the colle ained in this form ond unless the fo ntly valid OMB co | n are not orm | SEC 1474 (9-02) | |

 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. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Price |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------------|----------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof | Expiration Date | Underlying Securities | Derivat |
| Security | or Exercise | | any | Code | Derivative | (Month/Day/Year) | (Instr. 3 and 4) | Securit |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8) | Secur Acqu (A) or Dispo of (D) (Instr and 5 | ired r osed) . 3, 4, | | | | | (Instr. : |
|------------------------------|------------------------------------|------------|------------------|--------------|---|-----------------------------------|---------------------|--------------------|-----------------|--|---------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | <u>(1)</u> | 12/31/2017 | | A <u>(2)</u> | 147 | | <u>(1)</u> | (1) | Common Stock | 147 | \$ 114 (2) |
| Restricted Stock Units | <u>(3)</u> | 12/31/2017 | | A <u>(2)</u> | 147 | | <u>(3)</u> | <u>(3)</u> | Common Stock | 147 | \$ 114 (2) |
| Restricted Stock Units | <u>(4)</u> | 12/31/2017 | | A <u>(2)</u> | 121 | | (4) | (4) | Common Stock | 121 | \$ 114 (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|-----------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| GREEN DARRYL MANPOWERGROUP INC. 100 MANPOWER PLACE MILWAUKEE, WI 53212 | | | COO & President | | | | |
| Cignoturoo | | | | | | | |

Signatures

| /s/ Richard Buchband (pursuant to Power of Attorney previously filed) | 01/03/2018 | |
|---|------------|--|
| **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).
- (1) The restricted stock units will vest 100% on February 10, 2018 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.
- (2) Receipt of restricted stock units in lieu of dividends paid in 2017 at an average price of \$114.54.
- (3) The restricted stock units will vest 100% on February 16, 2019 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.
- (4) The restricted stock units will vest 100% on February 9, 2020 and will be settled in shares of ManpowerGroup common stock on a 1 for 1 basis upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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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.