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Form 990-PF

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation 20**12**

Department of the Treasury Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

HILL	ilai N	avenue Service 110te 111e foundation may be able	to dae a copy or this retu	in to sausiy state te	porting	requirements	pen to Public Inspection
Fo	гса	lendar year 2012 or tax year beginning	1/1/2012 , a	nd ending	12	2/31/2012	
Na	me c	foundation			AE	mployer identification n	umber
MA	NP	OWER FOUNDATION INC				39-6052	2810
Νι	ımbe	and street (or P.O. box number if mail is not delivered to street ad	dress)	Room/suite	ВТ	elephone number (see ins	
10	0 M	ANPOWER PLACE				(414) 906	-6948
		own, state, and ZIP code		•	Сн	exemption application is p	
MI	LW/	NUKEE	WI	53212	"	oxempaon application is p	criding, dricok field
G	Ch	eck all that apply. Initial return Initia	al return of a former		D 1	. Foreign organizations, ch	eck here
			ended return	,	1		_
			ne change		"	 Foreign organizations me check here and attach co 	
Н	Ch	eck type of organization. X Section 501(c)(3) exe		on	1		_
Ë		ction 4947(a)(1) nonexempt charitable trust				private foundation status v	
누					1	nder section 507(b)(1)(A),	_
1		r market value of all assets at end J Accounting r ear (from Part II, col (c),	method 💢 Casi	h		the foundation is in a 60-m	
		16) ►\$ 551,814 (Part I, column (c		ere)	"	nder section 507(b)(1)(B),	check nere
Pa	rt I	Analysis of Revenue and Expenses (The total of		, , , , , , , , , , , , , , , , , , ,	L	I	(d) Disbursements
		amounts in columns (b), (c), and (d) may not necessarily equal	(a) Revenue and expenses per	(b) Net investri	ent	(c) Adjusted net	for chantable
		the amounts in column (a) (see instructions))	books	income		income	purposes
	1	Contributions, gifts, grants, etc , received (attach schedule)	725,000	91 , Gr 57 500	.4.	1 8 3 4 m 24 24 24 24 24 24 24 24 24 24 24 24 24	(cash basis only)
	2	Check ► if the foundation is not required to attach Sch B	123,000	5.5 / 50/	- 13 <u>.</u>		
	3	Interest on savings and temporary cash investments		-25			730
	4	Dividends and interest from securities	886		886		1. 1. 1. 1. 1. 1. 1.
	5	a Gross rents		 	000		
4		b Net rental income or (loss)	2° ~ 1 ° × , × , 40.	·2 % * 1.5 (. 58 j. N. V ÇK	and the state of t
ž	6	a Net gain or (loss) from sale of assets not on line 10		· 1 2 · . w'		- i sty - 1,15	
ě		b Gross sales price for all assets on line 6a	The state of the s	1112.5		11: A 数 21 小时	- 3.24° 5 6 8 3 6 3 5 3 .
Revenue	7	Capital gain net income (from Part IV, line 2)	S 18 18 40 - 400			A CONTRACTOR OF THE STATE OF TH	V: 4338 333
_	8	Net short-term capital gain	THE PROPERTY OF THE PARTY.	-52 g. 6 - 3.5	(2) 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		v - 1430 ; 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1
	9	Income modifications		4 400			- 107 PM No. 100 M
	10	a Gross sales less returns and allowances	初的 的 是 名解而是	(## ³) > 24.18	333	· 医克里斯氏 (1)	later than the
		b Less Cost of goods sold	建设点 编码性编	1997 L 1995	神谷	11 CX CX CX CX	Carry and the
		c Gross profit or (loss) (attach schedule)		in a state of			BY Sugar Start
	11	Other income (attach schedule)					化基键的 医马克耳
	12	Total. Add lines 1 through 11	725,886		886	DEOE	
S	13	Compensation of officers, directors, trustees, etc			7	TEULIVI	n
xpenses	14	Other employee salanes and wages			पूर		70
ě	15	Pension plans, employee benefits			۲۹	MAY O O	
X	16	a Legal fees (attach schedule) [1997 2 U ZU	<u> 181</u>
tive		b Accounting fees (attach schedule)			T		I <u>E</u> I
		c Other professional fees (attach schedule)				UGDENT	IT
Administra	17	Interest					
iş.	18	Taxes (attach schedule) (see instructions) .Stmt .1	40		40		
쿹	19	Depreciation (attach schedule) and depletion				·	模性 "魔性"
Admi	20	Occupancy					
٦,	21	Travel, conferences, and meetings					
and	22	Printing and publications					
텀	23	Other expenses (attach schedule) Stmt 2	84				84
늹	24	Total operating and administrative expenses.					
Operating and	25	Add lines 13 through 23	124		40	0	
	25	Contributions, gifts, grants paid	710,000	4	, 4		710,000
	26	Total expenses and disbursements Add lines 24 and 25	710,124		40	0	710,084
	27	Subtract line 26 from line 12.		1条扩放了	<u> </u>	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	1. Ja
-		3 Excess of revenue over expenses and disbursements	15,762	(1987) (A) (B)	To see	MENTER 19 31年1	14 god 11, 12 19
		Net Investment Income (If negative, enter -0-) .	(1) 10 10 10 10 10 10 10 10 10 10 10 10 10		846	· 1 1 24 1 1 1 1	NA 2 22 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
		C Adjusted net income (if negative, enter -0-)	Company Control	没有的事效 这	32.	0	1.194 第一位。

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

V

Dء	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	of year
	11311	should be for end-or-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing	3,494	18,370	18,370
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable ►		·	
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			l
		disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			•
		Less allowance for doubtful accounts			
Ş	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges		··	
Ä	10 a	Investments—U.S. and state government obligations (attach schedule)			
	1	b Investments—corporate stock (attach schedule)			
	(c Investments—corporate bonds (attach schedule) .	· · · · · · · · · · · · · · · · · · ·		
	11	Investments—land, buildings, and equipment basis			* '
		Less accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) Stmt 3	532,558	533,444	533,444
	14	Land, buildings, and equipment basis ▶	i r		
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers—see the			· · · · · · · · · · · · · · · · · · ·
	ļ	instructions Also, see page 1, item l)	536,052	551,814	551,814
	17	Accounts payable and accrued expenses			. ,
ý	18	Grants payable			٠٠ ,٨٠
ţį	19	Deferred revenue			,
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
<u>ia</u>	21	Mortgages and other notes payable (attach schedule) .			
_	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0	0	• /
	1	Foundations that follow SFAS 117, check here .			5 ~ U
Balances	1	and complete lines 24 through 26 and lines 30 and 31.			100 X
ğ	24	Unrestricted			·
ē	25	Temporarily restricted			*
9	26	Permanently restricted			j.
		Foundations that do not follow SFAS 117, check here		-	
Net Assets or Fun	ł	and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds			
şţ	28	Paid-in or capital surplus, or land, bldg, and equipment fund.	1		,
SS	29	Retained earnings, accumulated income, endowment, or other funds	536,052	551,814	
¥	30	Total net assets or fund balances (see instructions)	536,052	551,814	
É	31	Total liabilities and net assets/fund balances (see			T. 4.2
		instructions)	536,052	551,814	, "
	rt III	Analysis of Changes in Net Assets or Fund Balances			
1		net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with		
	end-o	f-year figure reported on pnor year's return)		. <u>1</u>	536,052
2	Enter	amount from Part I, line 27a		2	15,762
3	Other	increases not included in line 2 (itemize)		3	
4	Add III	nes 1, 2, and 3	•	4	551,814
5		ases not included in line 2 (itemize)		5	
6	Total	net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b), line 30	6	551,814

the Part VI instructions

Form 990	PF (2012) MANPOV	ÆR FOUNDATION INC						39-6	6052810	Page 3
Part_I\	Capital Gains an	d Losses for Tax on Inve	stme	nt Incor	ne					
		e kınd(s) of property sold (e g , real est se, or common stock, 200 shs MLC C			(b) How acquired P—Purchase D—Donation		Date acqui no , day, yr		(d) Date (mo , da	
1a					2 2011211011					
b										
С					<u>-</u>					_
d										
е										
	(e) Gross sales pnce	(f) Depreciation allowed (or allowable)			other basis		-	-	or (loss) minus (g)	
а										
b							-			
С						L				
d										
<u>e</u>										
Соп	nplete only for assets show	ing gain in column (h) and owner	d by the	e foundation	n on 12/31/69		(I) Gain	s (Col	(h) gain minus	;
(1)) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69			s of col (ı) _(ı), ıf any				ess than -0-) o om col (h))	or
a										
b									····	
С										
d					·					
е										
2 Car	oital gain net income or	(net capital loss) $\begin{cases} \text{If gain, a} \\ \text{If (loss),} \end{cases}$		nter in Par -0- in Par	• >	2				0
		or (loss) as defined in section								
		line 8, column (c) (see instruc	tions)	If (loss),	enter -0-					
	art I, line 8				. J	3				0
Part \	Qualification Und	ler Section 4940(e) for Re	<u>educe</u>	<u>d Tax o</u>	n Net Investm	<u>ent lı</u>	ncome			_
(For ор	tional use by domestic j	private foundations subject to	the se	ction 494	0(a) tax on net ir	vestr	nent inco	me)		
lf section	on 4940(d)(2) applies, le	ave this part blank								
		·						_		_
		e section 4942 tax on the dis				the b	ase perio	od? [Yes X	∐ No
		ot qualify under section 4940(
1 Er		ount in each column for each	year, s	ee the in	structions before	makı	ng any e	ntries		
	(a) Base penod years	(b)			(c)			Dinte	(d) bution ratio	
Calend	ar year (or tax year beginning i	n) Adjusted qualifying distribution	ns	Net value o	f nonchantable-use a	ssets	(cc		vided by col (c))
	2011	660	3,094		530	,183				250689
	2010	676	6,056		542	,924				245213
	2009	686	3,321		537	,990			1	275713
	2008	769	9,245			,838				359479
	2007		3,668			,332	_			049659
	al of line 1, column (d)	•					2		6	180753
3 Ave	rage distribution ratio fo	r the 5-year base period—div	ride the	e total on	line 2 by 5, or by	, [
		indation has been in existence					3		1	236151
						ĺ				
4 Ente	er the net value of nonc	haritable-use assets for 2012	from F	Part X, Im	e 5	.	4			556,509
									•	
5 Mul	tiply line 4 by line 3				•		5			687,929
						j				
6 Ente	er 1% of net investment	income (1% of Part I, line 27)	b)			l	6			8
						ſ				
7 Add	l lines 5 and 6					. [7			687,937
		s from Part XII, line 4				L	8		· · · · · ·	710,084
if lir	ie 8 is equal to or greate	er than line 7, check the box in	n Part	VI, line 1I	o, and complete t	that p	art using	a 1%	tax rate. S	ee

2810		ige 4
ctions	3)	
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	23	<u> </u>
1	0	
	Yes	No
1a		X
1b		х
15		

For	n 990-PF (2012)	MANPOWER FOUNDATION INC			39-605	2810	Pa	age 4
Pa	ırt VI	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e),	or 4948	-se	e instru	ctions	3)	
	Date of ruling Domestic fou	ating foundations described in section 4940(d)(2), check here and enter "N/A" on ling or determination letter. (attach copy of letter if necessary—see instruction and ations that meet the section 4940(e) requirements in Part V, check and enter 1% of Part I, line 27b		1_			8	
•	C All other dom	estic foundations enter 2% of line 27b Exempt foreign organizations enter 4%	J					
2	of Part I, line	12, coi (b) ction 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2			0	
3	Add lines 1 a	, , , , , , , , , , , , , , , , , , , ,		3	 		- 8	
4		come) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-	,	4	 			
5		n investment income. Subtract line 4 from line 3 If zero or less, enter -0	,	5			8	
6	Credits/Paym	nents	_					
;	a 2012 estimat	ed tax payments and 2011 overpayment credited to 2012 6a	31	╛				
I	b Exempt forei	gn organizations—tax withheld at source 6b		╛				
		application for extension of time to file (Form 8868)		4				
_		olding erroneously withheld		┩		-		
7		and payments Add lines 6a through 6d		7	 		31	
8		nalty for underpayment of estimated tax. Check here if Form 2220 is attached		8	 			
9 10		ne total of lines 5 and 8 is more than line 7, enter amount owed nt. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		9	1		0 23	_
11			unded 🏲	1	1		<u></u> 0	1
		tements Regarding Activities		1	,			
_						 	Yes	No
1 (=	x year, did the foundation attempt to influence any national, state, or local legislation or did it intervene in any political campaign?				1a	103	X
		more than \$100 during the year (either directly or indirectly) for political purposes (see				"		<u> </u>
	•	or the definition)?				1b		x
	If the answer	is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materia	als	·				
	published or	distributed by the foundation in connection with the activities.				l		
(Did the found	lation file Form 1120-POL for this year?				1c		X
•		ount (if any) of tax on political expenditures (section 4955) imposed during the year						1
		foundation ►\$(2) On foundation managers ►\$						
•		nbursement (if any) paid by the foundation during the year for political expenditure tax impos	ed					
2		n managers > \$.
2		dation engaged in any activities that have not previously been reported to the IRS? .	•			2		X
3		dation made any changes, not previously reported to the IRS, in its governing instrument, art	ıcles			1		
-		on, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes				3		X
4 :	-	lation have unrelated business gross income of \$1,000 or more during the year?				4a		Х
١		it filed a tax return on Form 990-T for this year?				4b	N/A	
5	Was there a	iquidation, termination, dissolution, or substantial contraction during the year?				5		Х
_		th the statement required by General Instruction T.						
6		rements of section 508(e) (relating to sections 4941 through 4945) satisfied either						
		ge in the governing instrument, or						
		egislation that effectively amends the governing instrument so that no mandatory directions					v	
7		vith the state law remain in the governing instrument? Idation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II,	! (-1			7	X	
		ies to which the foundation reports or with which it is registered (see instructions)	cor (c),	anu P	an XV	-	^	
•	WISCONSI							
ł		is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney				1		
		esignate) of each state as required by General Instruction G? If "No," attach explanation				8b	Х	
9		tion claiming status as a private operating foundation within the meaning of section 4942(j)(3)					Γ_
	or 4942(j)(5)	for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)?	lf "Yes,"]
	complete Par					9		X
10		ons become substantial contributors during the tax year? If "Yes," attach a schedule listing						
	ineir names a	and addresses				10		X

Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?

Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable

N/A

4a

Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4945–5(d) 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes X No	incur any amount to intermpt to influence legislation (section 4945(e))?	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Da	990-PF (2012) MANPOWER FOUNDATION	INC			39-	6052810	Pag	e 6
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes X No (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? X Yes No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes X No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes X No b If any answer is "Yes" to 5a(1)—(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4945–5(d) 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	Attempt to influence legislation (section 4945(e))?	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes X No (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (6) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (7) Yes X No (8) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (9) Yes X No (9) If any answer is "Yes" to 5a(1)—(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? If "Yes," attach the statement required by Regulations section 53 4945–5(d) Calculated the statement required by Regulations section 53 4945–5(d) Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870 At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? To N/A	La	t VII-B Statements Regarding Activit	ies for Which For	n 4720 May Be Re	equired (continu	ued)			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc. organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? (b) If any answer is "Yes" to 5a(1)—(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here c) If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4945–5(d) 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? b) Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X	c public election (see section 4955); or to carry gistration drive? avel, study, or other similar purposes? wher than a charitable, etc., organization described ction 4940(d)(2)? (see instructions) eligious, charitable, scientific, literary, or rention of cruelty to children or animals? y of the transactions fail to qualify under the exceptions described in it notice regarding disaster assistance (see instructions)? egarding disaster assistance check here wes the foundation claim exemption from the consibility for the grant? Regulations section 53 4945–5(d) e any funds, directly or indirectly, to pay we miums, directly or indirectly, on a personal benefit contract? windation a party to a prohibited tax shelter transaction? ficers, Directors, Trustees, Foundation Managers, Highly Paid Employees, foundation managers and their compensation (see instructions). (a) Expense account.	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelly to children or animals? (6) If any answer is "Yes" to 5a(1)—(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here C If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4945–5(d) Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes," attach the statement required by regulations section 53 4945–5(d) Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes," of 6b, file Form 8870 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees,	5a	During the year did the foundation pay or incur an	y amount to						
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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued) 5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes X No (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? X Yes No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes X No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes X No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice	Activities for Which Form 4720 May Be Required (continued) Incur any amount to ny amount to any Incur any amoun	Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued) 5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		990-PF (2012) MANIDONATED EQUINIDATION	LINIC			20.4	6052042	n	_ =

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Part VIII Information About Officers, Directors, Trustees, Formation About Officers, Directors, Di	oundation Managers, Highly Paid	l Employees,
3 Five highest-pald independent contractors for professional services (see i	netructions) If none enter "NONE"	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
	(b) Type of service	(c) Compensation
NONE		
	. "	
Total number of others receiving over \$50,000 for professional services	. .	
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant st the number of organizations and other beneficiaries served, conferences convened, research pa		Expenses
1 NONE		
•••••	·	
***************************************	· · · · · · · · · · · · · · · · · · ·	
2		
•••••••••••••••••••••••••••••••••••••••	· 	
3		
~		
••••••		
4		
•		
•••••		
Part IX-B Summary of Program-Related Investments (see in	structions)	
Describe the two largest program-related investments made by the foundation during the tax year	on lines 1 and 2	Amount
1 NONE		
•••••		
2		
	,	
All other program-related investments See instructions		
3 NONE		
••••••		
Total Add lines 1 through 3		0

Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign	foundation	ons,
	see instructions.)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,	83.	
	purposes.	1 20 -	
а	Average monthly fair market value of securities	1a	533,059
b	Average of monthly cash balances	1b	31,925
C	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	564,984
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	564,984
4	Cash deemed held for chantable activities Enter 1 ½ % of line 3 (for greater amount, see		
	instructions)	4	8,475
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	556,509
6	Minimum investment return. Enter 5% of line 5	6	27,825
Pai	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating		
	foundations and certain foreign organizations check here and do not complete this part)		
1	Minimum investment return from Part X, line 6	1	27,825
2a	Tax on investment income for 2012 from Part VI, line 5	8	
b	Income tax for 2012 (This does not include the tax from Part VI) . 2b	7.	
С	Add lines 2a and 2b	2c	8
3	Distributable amount before adjustments Subtract line 2c from line 1	3	27,817
4	Recoveries of amounts treated as qualifying distributions	4	•
5	Add lines 3 and 4	. 5	27,817
6	Deduction from distributable amount (see instructions)	6	•
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	27,817
Par	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	710,084
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.		
	purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	710,084
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
-	income Enter 1% of Part I, line 27b (see instructions)	5	A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	710,076
-	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the fou		0,570
	qualifies for the section 4940(e) reduction of tax in those years	radion.	

		FOUNDATION INC			39-6	052810 Page 9
Part	XIII Undistributed Incor	ne (see instructions)				
1	Distributable amount for 2012 fr	rom Part XI,	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
•	line 7					27,817
2	Undistributed income, if any, as					
a	Enter amount for 2011 only .				0	
_	Total for prior years 20,					
3	Excess distributions carryover,) -				
a	From 2007 .	530,697 741,323				
b	From 2008 From 2009	659,549		ı		
d	From 2010	648,986				
- G	From 2011	636,600				
f			3,217,155			
4	Qualifying distributions for 2012		0,211,100		· · · · · · · · · · · · · · · · · · ·	
	XII, line 4 ▶ \$					
а	Applied to 2011, but not more th					
	Applied to undistributed income					
	(Election required—see instruct	ions)				<u> </u>
C	Treated as distributions out of c	corpus (Election				1
	required—see instructions)					
d	Applied to 2012 distributable an	nount				27,817
е	Remaining amount distributed of	•	682,267			
5	Excess distributions carryover a	• •				
	(If an amount appears in columi same amount must be shown in					,
6	Enter the net total of each colindicated below:	` ' '				
а	Corpus Add lines 3f, 4c, and 4e	Subtract line 5	3,899,422			
	Prior years' undistributed incom		5,099,422		 	
-	line 4b from line 2b	ic. Odbiraci		0		
С	Enter the amount of prior years'	undistributed .		U		
	income for which a notice of de		`		•	,
	been issued, or on which the se	•				
	tax has been previously assess	` '				
d	Subtract line 6c from line 6b Ta	xable	•	•		
	amount—see instructions					
е	Undistributed income for 2011	Subtract line				
	4a from line 2a Taxable amoun	t-see				
	instructions		w		0	
f	Undistributed income for 2012					
	lines 4d and 5 from line 1 This	amount must				
_	be distributed in 2013					0
7	Amounts treated as distributions	* * *				I
	corpus to satisfy requirements in	·				ļ
8	section 170(b)(1)(F) or 4942(g)(Excess distributions carryover fi	'''				
J	not applied on line 5 or line 7 (se		530,697			
9	Excess distributions carryove	· · · · · · · · · · · · · · · · · · ·	330,097			
-	Subtract lines 7 and 8 from line	1	3,368,725			
10	Analysis of line 9		0,000,720			
	Excess from 2008	741,323				, !
b	Excess from 2009	659,549				i
С	Excess from 2010 .	648,986				; ;
d	Excess from 2011	636,600				COLOR
<u>e</u>	Excess from 2012	682,267				

	n 990-PF (2012) MANPOWER FOUNDATION				39-605	
_	t XIV Private Operating Foundations (s			question 9)		N/A
	If the foundation has received a ruling or determination, and the ruling is effective for 2012, ent	er the date of the r	uling			
	Check box to indicate whether the foundation is a	private operating fo	oundation described	in section	4942(J)(3) or	4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
	investment return from Part X for each	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
	year listed		ļ <u>-</u>		ļ	0
	85% of line 2a		 	-		0
·	Qualifying distributions from Part XII, line 4 for each year listed		i	1		0
d	Amounts included in line 2c not used directly					<u> </u>
	for active conduct of exempt activities					0
е	Qualifying distributions made directly for active conduct of exempt activities					
	Subtract line 2d from line 2c	•]	0
3	Complete 3a, b, or c for the		1			
а	alternative test relied upon: "Assets" alternative test—enter:					
	(1) Value of all assets					0
	(2) Value of assets qualifying			:		
h	under section 4942(j)(3)(B)(i) "Endowment" alternative test—enter 2/3					0
_	of minimum investment return shown in					
	Part X, line 6 for each year listed "Support" alternative test—enter		 	<u> </u>		0
·	(1) Total support other than gross					
	investment income (interest, dividends, rents, payments					
	on securities loans (section					
	512(a)(5)), or royalties)					0
	(2) Support from general public and 5 or more exempt					
	organizations as provided in section 4942(j)(3)(B)(iii)					•
	(3) Largest amount of support					0
	from an exempt organization .					0
_	(4) Gross investment income			<u> </u>	<u> </u>	0
Pa	rt XV Supplementary Information (Cor assets at any time during the ye			indation had \$5	,000 or more in	
1	Information Regarding Foundation Manag		ctions.)			
-	List any managers of the foundation who have cor		2% of the total cont	nbutions received by	the foundation	
	before the close of any tax year (but only if they ha	ive contributed moi	re than \$5,000) (Sec	e section 507(d)(2))		
	T APPLICABLE					
D	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which				ortion of the	
NO	T APPLICABLE					
2	Information Regarding Contribution, Gran		• • • • • • • • • • • • • • • • • • • •	_		
	Check here In the foundation only makes unsolicited requests for funds. If the foundation makes	contributions to pro	eselected charitable	organizations and de	oes not accept	
	other conditions, complete items 2a, b, c, and d	ikes giits, grants, e	ic (see instructions)	to individuals of org	anizations under	
a	The name, address, and telephone number or e-m	all of the person to	whom applications	should be addressed		
SE	STATEMENT 5					
	The form in which applications should be submitted	d and information a	ind materials they sh	nould include		
c C	CTATEMENT 6					
	STATEMENT 5 Any submission deadlines					
	•					
	NE 30TH Any restrictions or limitations on awards, such as b	w geographical cra	as charitable folds	kinds of institutions	or other	
u	factors.	y geograpiiicai are	as, Giarrable RefOS,	, KIIIUS OI IIISUIUUONS,	or other	
SE	STATEMENT 5					

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Young

3 Grants and Contributions Paid During ti		for Future	Payment	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	CONTIDUCT	
a Paid during the year SEE STATEMENT 6 Total .				710,000
b Approved for future payment		I	<u>.</u> ▶ 3a	710,000
-				
Total			▶ 3b	0

Enter gross	s amounts unless otherwise indicated	Unrelated bus	iness income	Excluded by sector	n 512, 513, or 514	(0)
enter gros.	o amounts unless otherwise mulcateu	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program	n service revenue					(See instructions)
						<u>-</u>
d						
· •						
T						
	s and contracts from government agencies			<u> </u>		
	rship dues and assessments					
	on savings and temporary cash investments ds and interest from securities			44	200	
		<u>. •</u> €15 1, 4.	Section Section	14	886	
	al income or (loss) from real estate t-financed property	, , , , , , , , , , , , , , , , , , ,				
	debt-financed property			l		
	al income or (loss) from personal property					
	vestment income					
	(loss) from sales of assets other than inventory					
	(1) (
	rofit or (loss) from special events rofit or (loss) from sales of inventory					
•	evenue a					
	,					
_						
е						····-
				···		
12 Subtotal	Add columns (b), (d), and (e)		0	ž .	886	0
I3 Total. A	dd line 12, columns (b), (d), and (e)				886 13	
I3 Total. A See worksh	dd line 12, columns (b), (d), and (e)					
I3 Total. A See worksh	add line 12, columns (b), (d), and (e)	omplishment	of Exempt P	urposes	13	
3 Total. A See worksh Part XVI- Line No.	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
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See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
I3 Total. A See worksh Part XVI-I Line No.	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
I3 Total. A See worksh Part XVI-I Line No.	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
I3 Total. A See worksh Part XVI-I Line No.	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886
See worksh Part XVI-I	add line 12, columns (b), (d), and (e) neet in line 13 instructions to verify calculations) Relationship of Activities to the Acc Explain below how each activity for which income the accomplishment of the foundation's exempt per	omplishment	of Exempt Pounn (e) of Part X	urposes	13	886

Firm's name

Firm's address

Use Only

FOIIN 990		1000 (1111 01112	R FOUNDAT					39-605		Pag	je 13
Part X		Information Reg Exempt Organiz		sfers To and T	ransactions a	and Re	lationships W	ith Noncharit	able		
ın s	ection	rganization directly n 501(c) of the Code tions?								Yes	No
_			foundation to	a nanahartahla a		-4:6					
	nsiers Cast	s from the reporting	loundation to	a nonchantable e	exempt organiza	ation of.			1a(1)		- x
		r assets	• •		• • • •		•	•	1a(1)	-	x
		nsactions	•	•	• •	•	• • •		19(2)		<u> </u>
(1)	Sale	s of assets to a non	charitable exe	empt organization					1b(1)		Χ
		hases of assets from							1b(2)		Х
		al of facilities, equip		r assets		•			1b(3)		Х
		bursement arrange							1b(4)		X
		s or loan guarantee					•		1b(5)		X
		ormance of services							1b(6)	_	X
	-	of facilities, equipme	_						1c		X
val	ue of t	swer to any of the al the goods, other as: any transaction or s	sets, or servic	es given by the re	eporting foundate	tion If th	ne foundation red	eived less than	ı fair ma	rket	
(a) Line	no	(b) Amount involved	(c) Name	of nonchantable exem	pt organization	(d) De	scription of transfers	transactions, and s	hanng an	angem	ents
						NOT A	PPLICABLE				
						 	· · · · · · · · · · · · · · · · · · ·				
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des	cribed Yes," (ndation directly or i d in section 501(c) o complete the followi	of the Code (o	ated with, or relate ther than section	ed to, one or mo 501(c)(3)) or in	ore tax-e section	exempt organiza 527?		Yes X	No	
		(a) Name of organization	·	(b) Type	of organization		(c)	Description of relati	onship		
								 			
						_					
								· · · · · · · · · · · · · · · · · · ·			
	Under	penalties of perjury, I declare	that I have examined	this return, including accom	panying schedules and	statements	and to the best of my kno	wedne and helief it is ti	710		
Sign Here	correc	t, and complete Declaration of	f preparer (other than	1 5 1 3 1 1	formation of which prepa	arer has any	knowledge	May the IRS with the prep instructions)?	discuss th	n b <u>elo</u> v	
	•	Print Type preparer's n	ame	Preparer's signature			Date		PTIN		
Paid			7					Check rf			
Prepa	rer	<u> </u>	·				L	self-employed	<u> </u>		

Firm's EIN

Phone no

Schedule B (Form 990, 990-EZ, or 990-PF)

► Attach to Form 990. Form 990-EZ, or Form 990-PF.

Schedule of Contributors

OMB No 1545-0047

2012

Internal Revenue Service **Employer identification number** Name of the organization MANPOWER FOUNDATION, INC 39-6052810 Organization type (check one): Filers of: Section: 501(c)(Form 990 or 990-EZ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II Special Rules For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more

\$

during the year.

Name of organization Employer identification number MANPOWER FOUNDATION, INC 39-6052810

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.				
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
1	MANPOWER INC 100 MANPOWER PLACE MILWAUKEE WI 53212 Foreign State or Province Foreign Country:	\$725,000	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Foreign State or Province. Foreign Country	\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Foreign State or Province: Foreign Country	\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Foreign State or Province Foreign Country	\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Foreign State or Province Foreign Country	\$	Person Payroli Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
	Foreign State or Province Foreign Country	\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		

Name of organization
MANPOWER FOUNDATION, INC

Employer identification number 39-6052810

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.				
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received		
	NONE	\$			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received		
		\$			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received		
		\$			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see Instructions)	(d) Date received		
		\$			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received		
		\$			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received		
		\$			

Name of or					Employer identification number		
	ER FOUNDATION, INC			_	39-6052810		
Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations						
	total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry						
	For organizations completing Part III, enter						
	contributions of \$1,000 or less for the ye			structi	ons) ▶ \$0		
	Use duplicate copies of Part III if addition	<u>al space is nee</u>	eded				
(a) No. from	(b) Purpose of gift	۱ ,	:) Use of gift	/4) Description of how gift is hold		
Part I	(b) ruipose oi giit	,,,	of Ose of gift	(u) Description of how gift is held		
				•••			
		(e) T	ransfer of gift				
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of	transferor to transferee		
	For Prov Country						
(a) No. from	(b) Durnous of sift		\		N Paradasia and Irana atta ta Irala		
Part I	(b) Purpose of gift	,,,	:) Use of gift	(a) Description of how gift is held		
		(e) 1	ransfer of gift				
	Transferee's name, address, and ZIP + 4 Relationsl				transferor to transferee		
7-3 B0	For Prov Country	· · · · · · · · · · · · · · · · · · ·			 		
(a) No. from	(b) Purpose of gift	10) Use of gift	14) Description of how gift is held		
Part I	(b) t dipose of gift	,,		ļ	Description of now gift is field		
			••••••				
			<u> </u>		· · · · · · · · · · · · · · · · · · ·		
	(e) Transfer of gift						
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of	transferor to transferee		
					•••••••••••		
(a) No.	For Prov Country	<u> </u>	<u> </u>				
from	(b) Purpose of gift	l (c) Use of gift	(d) Description of how gift is held		
Part I	(a) tanpata as gara	,,	,	,,,			
					•••••		
	~						
		L		_			
	(e) Transfer of gift						
	Transferee's name, address, and	ZIP + 4	Relationshi	ip of t	transferor to transferee		
					•••		
	For Prov Country		1				

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 1)

Details of Taxes-Line 18	
Excise Tax	
Total Other Taxes	

40

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 1)

84
84

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 2)

	<u>2011</u>	<u> 2012</u>
<u>Details of Investments - Other</u>		
Robert W. Baird Investments	532,558	533,444
Total Other Investments	532,558	533,444

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 6)

<u>List of Officers and Time</u> <u>Devoted to Position</u>	<u>Title</u>	Average Hours per week
Jeffery A. Joerres 100 Manpower Place Milwaukee, Wi 53212	President	Nill
Michael J. Van Handel 100 Manpower Place Milwaukee, WI 53212	Secretary/ Treasurer	Nill
Julie Krey 100 Manpower Place Mılwaukee, WI 53212	Vice President	Nill

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 10)

Part XV, Question 2a

Pamila Brown Scholarship Coordinator Manpower Inc. 100 Manpower Place Milwaukee, WI 53212

Part XV, Question 2b

Applicants must complete a scholarship packet which includes.

- 1 a detailed Scholarship Application,
- 2. a copy of the applicants most recent High School/College transcript;
- 3. two character references; and
- 4 an essay.

Part XV, Question 2d

Scholarships are available to children of permanent, full-time employees of Manpower Inc , its subsidiaries or affiliated franchise corporations with at least one year of service. Children of members of the Board of Directors or Corporate Officers are not eligible.

Manpower Foundation, Inc. CY 2012 Form 990-PF (Page 11)

Recipient Name and	Purpose of grant or	
<u>address</u>	<u>contribution</u>	<u>Amount</u>
AFRICAN AMERICAN CHAMBER	CONTRIBUTION	5,000
BEST BUDDIES WISCONSIN	CONTRIBUTION	25,000
BIG BROTHERS BIG SISTERS	CONTRIBUTION	5,000
BOYS & GIRLS CLUBS OF GREATER MILWAUKEE	CONTRIBUTION	15,000
CENTER FOR FAMILY RESOURCES	CONTRIBUTION	1,000
DISCOVERY WORLD	CONTRIBUTION	7,500
EASTER SEALS	CONTRIBUTION	9,000
FRESH COAST BASKETBALL CLASSIC	CONTRIBUTION	15,000
GREATER MILWAUKEE COMMITTEE	CONTRIBUTION	25,000
HISPANIC PROFESSIONALS OF GREATER MILWAUKEE	CONTRIBUTION	2,500
JA WORLDWIDE	CONTRIBUTION	180,000
JENNIFER GAY	SCHOLARSHIP	4,000
JUNIOR ACHIEVEMENT OF WISCONSIN	CONTRIBUTION	45,000
JUNIOR ACHIEVEMENT OF WISCONSIN	CONTRIBUTION	10,000
LA CAUSA INC	CONTRIBUTION	2,500
LITERACY SERVICES OF WISCONSIN	CONTRIBUTION	5,000
MATC	CONTRIBUTION	7,500
MAYOR'S SUMMER YOUTH PROGRAM	CONTRIBUTION	20,000
MILWAUKEE COLLEGE PREP	CONTRIBUTION	10,000
MILWAUKEE INSTITUE OF ART & DESIGN	CONTRIBUTION	5,000
MILWAUKEE YOUTH SYMPHONY ORCHESTRA	CONTRIBUTION	8,000
MOISSON LANAUDIERE	CONTRIBUTION	1,000
NEXT DOOR FOUNDATION	CONTRIBUTION	10,000
SARAH MAHAFFEY	SCHOLARSHIP	4,000
SHELBY BRUCE	SCHOLARSHIP	4,000
SILVER SPRING CENTER	CONTRIBUTION	5,000
SOJOURNER FAMILY CENTER	CONTRIBUTION	2,500
ST FRANCIS CHILDREN'S CENTER	CONTRIBUTION	2,000
UNITED PERFORMING ARTS FUND	CONTRIBUTION	35,000
UNITED WAY	CONTRIBUTION	10,000
UNITED WAY	CONTRIBUTION	200,000
URBAN DAY SCHOOL	CONTRIBUTION	2,500
UWM SHELDON B LUBAR SCHOOL OF BUSINESS	CONTRIBUTION	10,000
UWM SHELDON B LUBAR SCHOOL OF BUSINESS	CONTRIBUTION	1,000
VICTIM SERVICES NIAGARA	CONTRIBUTION	1,000
YMCA METROPOLITAN MILWAUKEE	CONTRIBUTION	15,000
Total		710,000

PROOF OF PUBLICATION

Julie Krey	, Principal Manager of
Manpower Foundation,	Inc.
name of private foundati	on
says that the Annual Return Notice, required by Section	n 6033 of the Internal
Revenue Code was published on May 1, 201	3 ,
in The Daily Reporter, a newspaper of general circulation	on published in Milwaukee
County, Wisconsin, and that the attached is a true cop	y of such published notice.
Dated at Milwaukee, Wisconsin	, Principal Manager
5/13/13 (Date) (See attached proof of publication)	

PROOF OF PUBLICATION

STATE OF WISCONSIN MILWAUKEE COUNTY S.S.

Ann Richmond, being the first duly sworn on oath, says that she is the <u>Publisher</u> of THE DAILY REPORTER, which is a public newspaper of general circulation, printed and published daily in the English language in the City of Milwaukee, in said county, and fully complying with the laws of Wisconsin, relating to the publication of legal notices; that the notice of which the printed one attached is a true copy, which was clipped from the said newspaper, was inserted and published in said newspaper on

May. 3, 2013

Ann Richmond, Publisher

Sworn to me this 3rd day of May 2013

ANNUAL RETURN NOTICE

The annual return of the private foundation named below, filed under Section 6033 of the Internal Revenue Code is available at its principal office, the addless of which is noted below for inspection during regular business hours, by any citizen who requests it within 180 days after the date of this publication.

Manpower Foundation Inc., 100' Manpower Place, Milwaukee, WI 53212, (414) 961-1000, Principal Manager Julie Krey

Published pursuant to Section 6104(d) of the Internal Revenue Code in The Daily Reporter, Miwaukee, Wisconsin, on May 1, 2013.

10305911/5-3

David Ziemer

Notary Public, Milwaukee County, Wisconsin

My Commision Is Permanent

PROOF OF PUBLICATION

Customer: 10019876/ManpowerGroup