

Communication on Progress and Social Responsibility Update January to December 2009

Jeff Joerres, ManpowerGroup's Chairman and CEO, signed the [United Nations Global Compact](#) (UNGC) in 2006 and we adopted its core principles as a framework for reporting our progress on social responsibility. As interest in our results has grown, we have learned that stakeholders want even more and better information in addition to the human interest stories that give life to that data. At ManpowerGroup, we listen and act to make improvements that are practical, and fit our culture and strategy.

One improvement was our commitment to a revised [Code of Business Conduct and Ethics](#). In 2010, we developed a new code more closely aligned with our values and our business strategies. It has an appealing design, improved language and more complete content. We want the code, like this report, to be a living document used by our colleagues and other stakeholders as a reference.

This progress report is in a transitional format guided by the [Global Reporting Initiative](#) (GRI). It is the first year that we have aligned with this framework, utilizing 2009 data for Manpower Inc. The GRI is widely accepted globally and we believe that our staged implementation will improve the quality of our reports.

We have some challenges related to several categories in the framework due to the nature of our business, which is service-based versus product-based, and with a global footprint spanning 82 countries. We will be reporting on 2010 data by August 2011, and by June 2012 we will evolve our reporting cycle to more closely align with the timing of our Annual Report, a practice that has growing acceptance globally.

The scope and parameters of this initial report include our major operations (by country or line of business) that account for 90% of revenue. The 2009 Manpower Inc. [Annual Report](#) provides added information about operations, accomplishments, challenges and value.

We hope you find this information to be useful and interesting. We look forward to your comments and suggestions for improvements. Please see Section 3.4 for contact information.

Table of Contents

Communication on Progress & Introduction.....	1
CEO Statement.....	3
Organizational Profile.....	9
Report Parameters.....	16
Governance.....	23
Commitments to External Initiatives.....	35
Stakeholder Engagement.....	42
Addendum	
Guidance for Using Indicators.....	1
Social Impact.....	3
Environmental Impact.....	5
Economic Impact.....	8
Human Rights and Supply Chain.....	11
Labor Practices and Responsibility.....	12
Index.....	21

Section One

Standard Disclosures: Profile

Strategy and Analysis

1.1 Statement from the most senior decision-maker of the organization (e.g., CEO, chair, or equivalent senior position) about the relevance of sustainability to the organization and its strategy.

Like any company, 2009 was a challenging year for our organization. In 2008, we interviewed 10 million people and placed 4 million people into jobs. In 2009, by comparison, we interviewed 11 million people and placed 3 million people into jobs. We felt first-hand what the world was experiencing.

Accordingly, we experienced some of the most rapid drops in revenue in the history of our company; partially offsetting that was the increase of revenue generated by our Right Management business, through which we assisted over 225,000 people transition into new careers. Many of these were what we call “Industry Migrants,” people who were faced with the challenge of moving from one industry to another, learning new skills and adapting to new industry cultures.

This recession was different than previous downturns. Clearly, the labor market was profoundly affected, as we saw the most severe and protracted drop in employment in U.S. history, and in many cases on a worldwide basis. It is taking longer to emerge and it has forced many industries to restructure permanently.

We reached an inflection point. Many companies struggled to create or improve their workforce strategy, with many employers hiring only as demand for their product or service presented itself. Companies are grappled to respond to these new challenges, creating an unprecedented need for on-demand talent worldwide.

The difficulty in the labor market was clearly evident in our numbers. Our revenue for 2009 was \$16 billion, down 26% and our net loss was \$9 million, down from earnings of \$206 million in 2008. Our net earnings, excluding non-recurring items, were \$86 million. Our operating cash flow continued to be strong, at \$414 million, ending the year with \$1 billion of cash. We moved quickly and appropriately to reduce our expense base by 15%, but never at the price of endangering our position in a market or our ability to recover with speed. Our geographic footprint, to which we are committed, remained intact, with 87% of our revenue generated from outside the U.S. Our Right Management team did an outstanding job as they guided companies in transitioning people out of their businesses. Our revenues in Right Management improved by 24% to \$559 million, and our operating earnings finished the year at \$113 million.

Our strong financial position and resolve for our strategic direction prevented us from so-called strategy drift. Yet, we remained agile to adjust our execution based on the environment, accelerating programs and initiatives appropriately and stopping those that were irrelevant as a result of the velocity of the downturn.

In 2009, we rolled out the second version of our Branch and Candidate Experience initiative to further embed the Candidate Experience mindsets. We trained our team to efficiently, yet very effectively, provide the best experience for our candidates and associates, which will ensure that we deliver the best match for our clients. It was also this training that helped our field offices set the right tone and have the right conversations with our increasing number of candidates amidst the limited availability of job openings. We also expanded our Manpower Business Solutions™ (MBS) in 2009. We added resources in areas that we believe will be the first movers in the recovery. We invested in MBS, particularly Recruitment Process Outsourcing (RPO). Not only did we expand in our capabilities, we've also greatly expanded our book of business to the point where we are now the world's leader, on a global basis, in the RPO area. We see this trend continuing and we are confident that we are well-positioned in the global market from a brand and capability perspective.

Our continual positioning and enhancement of our brand, and the relevant services that we are offering to our clients and prospects, are anchored in what we know and what we research. We have a prominent role and responsibility in redefining work.

The increased velocity of change is happening every day in the way work is performed all over the world. We have identified these changes in four World of Work megatrends. We didn't stumble upon these trends; in fact, we intensely researched them with on-the-ground expertise and with an intense curiosity with our clients and candidates.

The Demographics and Talent Mismatch is the conundrum that both individuals and companies are feeling right now. As the working age population declines and companies are looking for talent, they're looking for talent in a much more specific way, yet individuals are also being more selective when they can, or are feeling out of touch with what companies are looking for. This is happening on a global basis.

Individual Choice is creeping in wherever possible. Individuals are exercising their clout as they realize in some cases they have the skills that are in most demand, which in turn is requiring companies to think differently about how they attract, retain and stay relevant to an ever select group of talented individuals.

Rising Customer Sophistication is happening across the board. The transparency and velocity of information exchange throughout the entire value chain is creating innovation and tension at every level within that chain.

Technological Revolutions are at the heart of almost all of this. The ability to have the power to change where and when and how we work, enabling the organization and individuals to be more agile and innovative is what is happening on a daily basis and what you have seen so far is only the tip of the iceberg.

These World of Work trends are foundational. They're foundational to how we act, where we invest and where we focus our thought leadership. They are drivers of secular growth at the core of our business as well as in the specialty areas and outcome-based solutions. It is our grasp of these trends and our talent aligned to these trends that give us the confidence that we are addressing our clients and candidates with real solutions – solutions that are practical, adaptable and flexible.

We are aggressive with the execution of our strategy, which is an outside-in approach, focusing on services that deliver value to our clients and candidates that address this ever-changing World of Work. We continue to grow our capabilities organically and, where appropriate, acquire companies that give us an acceleration and catalytic effect when using our capital, brand and geographic footprint.

We will continue to leverage our strengths, global footprint and brand to aggressively expand our specialty staffing and new sectors and services. We will address the World of Work trends head on and position ourselves in a way that delivers value to our clients, candidates and other stakeholders. We will execute on a daily basis, and further our four strategic priorities.

Through the challenge of the last several years, we were more creative and innovative than ever before. We will need to continue to challenge ourselves to think creatively, to be agile and make sure that our strategies are relevant, practical and sustainable. And we too, like our clients, have to do more with less. It is the balance of tension that we must manage to ensure that we continue to keep a longitudinal view, while at the same time, anticipating the impact that the economy will throw at us on a day-to-day basis. We are proud of the number of people and lives that we have positively affected – and it is much more gratifying during these times. It is our ability to balance profitability with sustainability to help the economy grow by putting people of all kinds back to work. We create economic value by creating job opportunities, building and upskilling talent. We build capability in people and in communities and that is good news for all our stakeholders.

We remain committed to the principles of the UN Global Compact. Human Rights and the advancement of appropriate Labor Practices are part of our DNA. We have come to better understand some of the issues related to sustainability, especially the importance that the Environment plays in the world of work and ways in which work practices, new businesses and new skills are emerging to address contemporary environmental issues. We are committed to ethical business practices as part of our Brand identity and see Anti-Corruption as a minimum standard.

For the coming year, we will continue to listen to our stakeholders and make appropriate improvements in our processes, communication and reporting. Examples of this commitment include improved transparency with methods to make more information available to all stakeholders. We plan to release a revised Code of Business Conduct and Ethics in Q4 2010. We will make progress in the coming year toward implementation of the Global Reporting Initiative (GRI) framework to improve our focus on measuring and reporting more effectively.

1.2 Description of key impacts, risks, and opportunities.

The reporting organization should provide two concise narrative sections on key impacts, risks, and opportunities.

Recent events are a vivid reminder of the importance of work in our lives. The challenges encountered during the worldwide recession and its subsequent, uneven recovery continue to highlight the importance of work in our lives. Millions who once had jobs lost them. Those who were already in need of work saw their opportunities for employment dwindle further. Meanwhile, millions continue to find themselves “unemployable,” without the skills employers need in today’s market. And additional millions have discovered that other circumstances in their lives —perhaps displacement, a disability, or gender or ethnic bias—have made it very difficult to find a job and earn a living.

The challenges that now confront job seekers and employers are not new. Even in “good” times many people experience difficulty when seeking suitable employment. And employers have long been frustrated in their attempts to find the right talent that their organizations desperately need to meet business objectives.

The events of the last few years highlight the critical role work plays in the lives of individuals. It also demonstrates why the absence of job opportunities weakens society at its most fundamental level. Wage earners, after all, participate more effectively in the community around them. Their wages help support themselves and their families; they drive commerce, thus contributing to the sustainability of their neighbors and community. Their hard work also strengthens the organizations that employ them, and stronger organizations are better positioned to create even more jobs.

Manpower recognizes this interdependence. At its heart, work is honorable. So once you consider the nature of the work we do, it becomes clear that our core business mission is social responsibility in action: We provide people with

possibilities. We connect employers to the talented individuals they need to grow and compete. We help enterprises operate more effectively. We strive to be good stewards for the environment and attentive to opportunities for new skills and work models. As a result, we contribute to more sustainable and dynamic communities.

For more than 60 years, social responsibility has been a part of our DNA, the building block of our corporate culture. And I have the pleasure of working with nearly 30,000 dedicated colleagues around the world who understand the vital importance of connecting people to jobs and career opportunities. I'm proud of the workforce development programs our company has established to create possibilities for individuals who are routinely overlooked or discriminated against in the workplace. For the "in scope" business units, in 2009 alone, Manpower initiated or participated in over 206 workforce development programs. These programs resulted in the training of over 45,000 individuals and in the placement of nearly 7,600 worldwide.

It is also important to remember that the success we achieve in our business ensures the sustainability of Manpower as a strong corporate citizen, as evidenced by over six decades as a leader in the changing world of work. Manpower's staffing and professional consulting work in support of many workforce development programs provides us with essential revenue streams that help ensure the strength of our company—in both good economic times and bad.

In addition to those activities, we are committed to supporting the United Nations Global Compact (UNGC) and its efforts to advance human rights, improve global labor standards, protect the environment and fight corruption in business and government. We have been a member of the UNGC-Lead Council where we share best practices with other organizations that seek to align with the UNGC's goals. We also participate with the Boston College Center for Corporate Citizenship so we can better define and establish achievable goals and meaningful standards for socially responsible, sustainable business practices.

The global economy will grow stronger in time. Employers will continue to turn to us for the talent that their organizations need in order to drive growth and remain competitive— especially in an environment where the demand for skilled talent will continue to outstrip its supply. Individuals will keep turning to us as a

contemporary, knowledgeable and effective resource to help them find work and shape their careers. And Manpower will continue to make a difference simply by doing what we do best—providing the training and support that connect people to employment possibilities they may not have otherwise had.

Jeffrey A. Joerres
Chairman, CEO and President
ManpowerGroup

Section Two

Organizational Profile

2.1 Name of the organization.

Manpower Inc.

2.2 Primary brands, products, and/or services.

Manpower Inc. is a world leader in the employment services industry. Our global network of 3,900 offices in 82 countries and territories allows us to meet the needs of our clients in all industry segments, whether they are global, multinational or local companies. By offering a complete range of services and innovative workforce solutions, we can help our clients at any stage of business evolution. We provide services and solutions to raise productivity through improved strategy, quality, efficiency and cost reduction across their total workforce.

Manpower Inc.'s five major brands:

Manpower, Manpower Professional, Elan, Jefferson Wells and Right Management – provide a comprehensive range of innovative workforce solutions for the entire employment and business cycle including:

- **Permanent, temporary and contract recruitment** – We find the best people for all types of jobs and industries at both the staff and professional levels. We connect people with the possibilities of work as we meet our clients' needs for temporary, contract and permanent staffing across all industries.
- **Employee assessment and selection** – We provide a wide array of assessments to validate candidate skills and ensure a good fit between the client and the employee, which leads to higher employee retention rates.
- **Training** – We offer an extensive choice of training and development solutions that help our employees, associates and clients' workforces to improve their skills and gain qualifications that will help them to succeed in the ever-changing world of work. Employees, associates and candidates can select from over 4,000 available online courses—many in multiple languages—ranging from IT courses to ethical practices and general business skills training. And courses are accessible in our Training and Development Center (TDC) via the Internet 24/7 and 365 days a year.
- **Outplacement** –Right Management is the world's leading outplacement provider, helping our clients to better manage the human side of change by providing a positive way for employees who are transitioning out to make the right choice for the next step in their career. The countercyclical nature of the outplacement industry helps

strengthen our portfolio during down economic cycles. Right Management also provides expert advice and consulting in organizational development and executive coaching.

- **Outsourcing** – Under Manpower Business Solutions (MBS), we provide clients with outsourcing services to optimize functions primarily in the areas of large-scale recruiting and workforce-talent intensive initiatives that are outcome based, thereby sharing in the risk and reward with our clients. Our solutions include: Talent Based Outsourcing; vendor management; onsite HR services and Recruitment Process Outsourcing (RPO), where we are one of the largest providers of permanent and contingent recruitment in the world; and Borderless Talent Solutions, providing organizations with the world-class talent and resources they need to expand their global footprint.
- **Consulting** – We are the leading global provider of innovative workforce solutions across the employment lifecycle. We help clients maximize the return on their human capital investments while assisting individuals to achieve their full potential. Our Right Management brand helps clients attract and assess top talent; develop and grow leaders; and engage and align people with strategy.
- **Professional Services** – We provide comprehensive, expert recruitment services backed by award-winning training, assessment and selection, and outsourcing. We help locate and retain top talent in ICT, e-commerce, finance, accounting, engineering, clinical and lab sciences, among many other professions. Jefferson Wells provides professional services in the areas of internal audit and controls, technology risk management, tax, and finance and accounting. Elan is Europe's top information technology and telecommunications recruitment consultancy, providing solutions for clients that help them recruit talent efficiently and achieve cost savings. Right Management provides talent and career management expertise with a focus on talent assessment, leadership development, organizational effectiveness, employee engagement and workforce transition.

2.3 Operational structure of the organization, including main divisions, operating companies, subsidiaries, and joint ventures.

Our staffing business is organized and managed primarily on a geographic basis, with Jefferson Wells, Elan and Right Management operating as separate global business units. Each country and business unit generally has its own distinct operations that address unique cultural and jurisdictional requirements, managed by its local management team. Each operation reports directly or indirectly through a regional manager, to a member of executive management. Given this reporting structure, all of our operations have been aligned into the following reporting segments: Americas, which includes the United States, Canada, Mexico, Latin America and South America; France; EMEA (Europe, Middle East and Africa); Asia Pacific; Right Management and Jefferson Wells.

The Americas, France, EMEA, and Asia Pacific segments derive a significant majority of their revenues from the placement of contingent workers. The remaining revenues within these segments are derived from other human resource services, including permanent employee recruitment, temporary and permanent employee testing, selection, and training and Manpower

Business Solutions (MBS); Jefferson Wells' revenues are derived from services related to risk advisory, tax, and finance and accounting. Right Management's revenues are derived from outplacement and consulting services. Segment revenues represent sales to external clients. Due to the nature of our business, we generally do not have export or intersegment sales. We provide services to a wide variety of clients, none of which individually comprises a significant portion of revenue for us as a whole or for any segment.

2.4 Location of organization's headquarters.

The registered domicile of Manpower Inc. is 100 Manpower Place, Milwaukee, Wisconsin 53212 U.S.A.

2.5 Number of countries where the organization operates, and names of countries with either major operations or that are specifically relevant to the sustainability issues covered in the report.

Manpower Inc. currently operates in 82 countries and territories:

Argentina, Australia, Austria, Bahrain, Belgium, Belarus, Bolivia, Brazil, Bulgaria, Canada, Chile, China, Colombia, Costa Rica, Czech Republic, Denmark, Dominican Republic, Ecuador, El Salvador, Estonia, Finland, France, Germany, Greece, Guadeloupe, Guatemala, Honduras, Hong Kong, Hungary, India, Ireland, Israel, Italy, Japan, Kazakhstan, Korea, Kuwait, Latvia, Lithuania, Luxembourg, Macau, Malaysia, Martinique, Mexico, Monaco, Morocco, Netherlands, New Caledonia, New Zealand, Nicaragua, Norway, Panama, Paraguay, Peru, Philippines, Poland, Portugal, Puerto Rico, Qatar, Reunion, Romania, Russia, Saudi Arabia, Serbia, Singapore, Slovakia, Slovenia, South Africa, Spain, Sweden, Switzerland, Taiwan, Thailand, Tunisia, Turkey, Ukraine, United Arab Emirates, United Kingdom, United States, Uruguay, Venezuela and Vietnam.

2.6 Nature of ownership and legal form.

Manpower Inc. is a publicly traded company (NYSE: MAN).

2.7 Markets served (including geographic breakdown, sectors served, and types of customers/beneficiaries).

Our client mix consists of small- and medium-size businesses, which are based upon a local or regional relationship with our office network in each market, and large national/multinational client relationships. These large national and multinational clients will frequently enter into non-exclusive arrangements with several firms, with the ultimate choice among them being left to the local managers. As a result, employment services firms with a large network of offices compete most effectively for this business. Client relationships with small- and medium-size businesses tend to rely less upon longer-term contracts, and the competitors for this business are primarily locally-owned businesses.

Recruitment Services Market

Our portfolio of recruitment services includes permanent, temporary and contract recruitment of professionals, as well as administrative and industrial positions. It also includes our Recruitment Process Outsourcing (RPO) offering, where we take on the management of customized, large-scale recruiting and workforce productivity initiatives for clients in an exclusive outsourcing contract. All of these services are provided under the Manpower, Manpower Professional and Elan brands.

Outplacement and Human Resource Consulting Services Market

Our outplacement and Human Resource consulting services are primarily provided under the Right Management brand. The market for outplacement and HR consulting services is highly competitive. In the market for services required by global clients, there are several barriers to entry, such as the global coverage, specialized local knowledge and technology required to provide outstanding services to corporations on a global scale.

These organizations look to Right Management for thought leadership and best practices on attracting and assessing organizational talent, leadership development and engaging and aligning the workforce.

Companies choose to provide outplacement services for several reasons. First, as the competition for attracting and retaining qualified employees increases, companies are increasingly attempting to distinguish themselves in the marketplace as attractive employers. Consequently, more companies are providing outplacement services as part of a comprehensive benefits package that provide for the well being of employees – not only during their period of employment, but also after their employment ceases. Additionally, when companies experience layoffs, providing outplacement services projects a positive corporate image and improves morale among the remaining employees. Finally, companies may provide outplacement services to reduce costs by most appropriately preparing and assisting separated employees to find new employment, thereby improving the employee experience and diminishing employment-related litigation.

2.8 Scale of the reporting organization.

Scale of the reporting organization, including:

(Note: All data as of 12/31/09)

2.8.1 Number of employees = 27,645

2.8.2 Net sales = \$16.0 billion

2.8.3 Total capitalization broken down in terms of debt and equity

Total Capitalization = \$3,293.8 million; Debt = \$757.3 million; Equity = \$2,536.5 million

2.8.4 Quantity of products or services provided

862,000,000 billable hours; 78,000 “permanent” placements; nearly 150,000 people helped during career transitions, career coaching, etc. Employed some 4 Million associates for temporary/contract and consulting assignments.

2.8.5 Total assets = \$6,213.8 million

2.8.6 Beneficial ownership (including identity and percentage of ownership of largest shareholders)

Black Rock, Inc., 40 East 52nd Street, New York, NY 10022

Amount and Nature of Beneficial Ownership: 9,965,140 shares of common stock, representing 12.7%* of class.

Capital Research Global Investors, 333 South Hope Street, Los Angeles, CA 90071

Amount and Nature of Beneficial Ownership: 5,182,400 shares of common stock, representing 6.6%* of class.

T. Rowe Price Associates, Inc., 100 East Pratt Street, Baltimore, MD 21202

Amount and Nature of Beneficial Ownership: 5,172,170 shares of common stock, representing 6.6%* of class.

* Based on 78,667,931 shares of common stock outstanding as of the record date.

2.8.7 Breakdowns by country/region for revenues and expenses greater than 5% of total.

We provide this information in detail in the 2009 Annual Report. This report Includes other public information as reported by our key sectors. For additional information, please refer to the 2010 Proxy Statement, also referenced throughout this document.

2.9 Significant changes during the reporting period regarding size, structure, or ownership.

- There were no significant changes in the location of, or changes in operations, including facility openings, closings, and expansions; and
- There were no changes in the share capital structure and other capital formation, maintenance, and alteration operations (for private sector organizations).

2.10 Awards received in the reporting period (examples).

- **FTSE4Good Index** - In 2010, Manpower was named to the FTSE4Good Global Index by consistently demonstrating socially responsible business practices globally, for the third consecutive year.
- **Greenest Big Companies in America** - In 2010, and for the second year in a row, Manpower was named to Newsweek's list of the Greenest Big Companies in America
- **Dow Jones Sustainability Index** - Also in 2010, Manpower was named to the DJSI for the third year running. Criteria include corporate governance, knowledge management, environmental performance and human rights policies.
- **"Guys Who Get It"** - In 2010, Chairman and CEO Jeff Joerres was named as one of the InterOrganization Network's (ION) 11 "Guys Who Get It," identifying him as one of the CEOs or chairmen who demonstrate a clear understanding of the business case for diverse organizational leadership.
- **LEED Gold Certification** - Manpower's world headquarters achieved Gold status under the LEED certification system in 2009, the first new building in Milwaukee, WI, to earn that distinction.
- **PINK's Top Companies for Women** - In 2009, Manpower was named to PINK magazine's list of the Top Companies for Women for the second consecutive year.
- **Top 50 CSR Firms** - Manpower Mexico was **ranked 16th in *Mundo Ejecutivo*** magazine's list of 50 firms with the best social responsibility practices.
- **AmCham 2010 Corporate Citizenship Award** – Manpower Argentina was ranked fourth in the "Sustainability-Oriented Management" list. In 2009, Manpower Argentina was ranked fifth on the list, and the volunteer program "Intertwined" was also recognized as a best practice in the "Community" category.
- **Towards a Family-Responsible Company** - The Fundación Proyecto Padres (Parent Project Foundation) honored Manpower Argentina for its commitment to work-life balance in 2009 and 2010.
- **United States Business Leadership Network (USBLN)** – 2010 Lead Employer of the Year for national and international leadership for providing opportunities for people with disabilities.

Section Three

Report Parameters

REPORT PROFILE

3.1 Reporting period (e.g., fiscal/calendar year) for information provided

This is our initial GRI Framework-based report, for the period ending December 2009. It is inspired by, the GRI Framework and has not been submitted to GRI. The process for selecting parameters and boundaries focused on effectiveness and efficiency. We expect that this first effort, and the coming pilot, will present opportunities to improve our process and gain momentum. We selected business units that represent 90% of our annual revenue and activity.

3.2 Date of most recent previous report (if any)

The last Manpower Inc. report was presented in December 2009 for the period 2008.

3.3 Reporting cycle (annual, biennial, etc.)

We are in the process of changing our reporting cycle. For the first three years that we reported, we followed an annual cycle, generally producing a report in Q4 for the prior calendar year. Each report did include some information from the Q1-3 of the year in which the document was published.

With this initial report, our goal is to complete the following steps:

1. Become familiar with the GRI Framework including process, parameters and material indicators; it is to be a preliminary pilot;
2. Report the information available for each material indicator or a version of that indicator realizing that the indicators will be better defined in Q3 2011;
3. Produce a Pilot report, with data and results better aligned to the indicators and publish that report in Q3 2011, using 2010 data;
4. Review the results, improve the process, and set goals that can be tracked using the GRI Framework;
5. Report on progress (indicators and goals), with 2011 data, in Q2 2012, annually thereafter.
6. Find continued opportunities to improve, in the business and this process.

3.4 Contact point for questions

Contact point for questions regarding the report or its contents. Charles R. Bartels. Director, Global Social Responsibility and Knowledge Sharing, ManpowerGroup at charles.bartels@manpowergroup.com or 100 Manpower Place, Milwaukee, WI 53212.

REPORT SCOPE AND BOUNDARY

3.5 Process for defining report content, including:

- Determining materiality;
- Prioritizing topics within the report; and
- Identifying stakeholders the organization expects to use the report.

We defined the report content, determined the Scope and Boundary with attention to the GRI 'Guidance on Defining Report Content' and the associated Principles here:

- **MATERIALITY** The information in a report should cover topics and Indicators that reflect the organization's significant economic, environmental, and social impacts or that would substantively influence the assessments and decisions of stakeholders.
- **STAKEHOLDER INCLUSIVENESS** The reporting organization should identify its stakeholders and explain in the report how it has responded to their reasonable expectations and interests.
- **SUSTAINABILITY CONTEXT** The report should present the organization's performance in the wider context of sustainability.
- **COMPLETENESS** Coverage of the material topics and Indicators and definition of the report boundary should be sufficient to reflect significant economic, environmental, and social impacts and enable stakeholders to assess the reporting organization's performance in the reporting period.

3.6 Boundary of the report

We operate our businesses from 3,900 locations in 82 countries. We recognize the importance of establishing an effective and repeatable process of retrieving information given the scope of our global operation. Early in our discussions, it became clear that we needed to focus on securing readily available, meaningful data to deliver information through a manageable process that provided comprehensive results and appropriate details. In the future we expect the process to be an iterative journey that will allow us to continuously expand and improve our information gathering and reporting.

An initial report that included data from each of our 3,900 locations would unnecessarily delay or sidetrack our intention to begin to learn and implement the GRI framework and improve our reporting and processes. Therefore, we elected to focus the pre-pilot and pilot report on key business units that represent 90% of our annual revenue. These units are generally defined at a country level. Several transcend national borders (Right Management, for example) and are reported as a business unit based on identifiable service brand(s).

The list of business units was initially vetted with a cross-functional group of employees, including those responsible for collecting and verifying Sarbanes-Oxley data. The initial draft was developed and advanced to top management. Our CEO then presented the initiative and gained the support of the executive management team. The business case was clear and simple and identified how improved tracking, reporting and goal setting are aligned with both our business strategies and interests of our stakeholders.

3.7 State any specific limitations on the scope or boundary of the report (see completeness Principle for explanation of scope)

We determined that the pre-pilot and pilot would focus on key material issues. Therefore, we set the boundary and scope so that we could use the process to focus on a set of essential material indicators that allows us to gain experience to improve in the future. The scope for this includes some 40 indicators (plus sub-indicators) across all six GRI Categories.

Our implementation of the GRI framework will evolve beginning with this report. The next step is a pilot in Q3 2011 and then our first GRI process-driven report in Q2 2012. At that point we expect to report annually in Q2 and will focus on:

1. Goals and outcomes reported against those objectives and
2. Expansion of the boundaries and scope (increasing number and/or depth of business units and expanding the number of material indicators.)

With this pre-pilot, we aim to “test drive” the GRI framework and process, especially by establishing the scope and boundaries, definitions and business requirements for improving the way information and data is gathered and summarized. The data used in this pre-pilot is from 2009 (with some exceptions from 2010). In general, the depth of data is limited to the business units that have been identified in a “parameter” group.

In some cases, however, it is clearer to report data as it was consolidated. That consolidation provides more accurate stakeholder information. Examples include total revenue, number of employees, and number of locations – all of which can be reported at a regional and global level.

To further test the framework in this first report, 2009 data has been applied and reported within the indicator that most closely aligns with the data that exists for that period. Since the “parameter” group of business units, by definition, represents 90% of our revenues (and by extension, a like percentage of employees, expenditures, practices, etc.) the total information from that boundary group will not equal the total for any one region or the company, with the possible exception of Right Management which is reported on a consolidated basis across all geographies.

We have taken a practical approach based on a preliminary assessment of the following: a.) ease of access to the data, including compliance with local laws, and b.) the perceived cost/benefit and materiality of data and information for all stakeholders.

For example, data privacy laws in many jurisdictions limit the type and amount of data we are allowed to maintain for employee demographics. Also, most of our 3,900 locations are in small leased offices within larger buildings. Generally these smaller offices are not metered separately; therefore we cannot report energy and water use at this time. In this example, we have focused first on what we could do (with attention to our larger and/or owned spaces) to establish the GRI process, seek improvements and expand our base of data and information in the future.

We began this process in Q3 2010 with a small cross-functional group that reviewed all Categories and Indicators. That group recommended an initial 50 indicators, across all six Categories.

We next formed a larger, global cross-functional team, engaged a qualified consultant to facilitate the process of discovery with the internal team, clients, employees, suppliers, NGOs and investors. Over a series of iterative workshops, interviews and analysis, we arrived at the decisions presented here regarding the material indicators for the pilot. That information is presented here, as a transitional report. This transitional report (pre-pilot) bridges from our prior methods to one that complies with the GRI Framework.

3.8 Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations, and other entities that can significantly affect comparability from period to period and/or between organizations.

Our business is dynamic and anticipates changes in the world of work, providing innovative workforce solutions and services. Therefore our stakeholders’ requirements are also very dynamic and the ManpowerGroup grows and evolves as we attempt to anticipate and address those requirements, especially the needs of our clients, employees, associates and candidates.

The period for this pre-pilot (2009) was relatively stable in terms of organizational structure. In 2010, by contrast, Manpower made one large acquisition (Comsys) which was partially integrated over the year with Manpower Professional. Late in 2010, Manpower announced that the Jefferson Wells subsidiary would be merged into Professional also. None of these changes are articulated in this report. The pilot report

(Q3 2011) will reflect this type of information and will be footnoted to identify significant changes to provide context and clarity for all stakeholders.

3.9 Data measurement techniques and the bases of calculations, including assumptions and techniques underlying estimations applied to the compilation of the Indicators and other information in the report.

Where possible, we have provided actual data measured according to responsible methods for the Indicators and other information required. In some cases, we found it best to use estimates based on a sound understanding and appraisal of current business models and practices.

The Q2 2012 report will be the first to report data based on established material indicators. In the past, we have conducted surveys to gather data and information, after the fact. We had not defined the need previously. Therefore, in many cases the data does not yet align with GRI framework.

The pre-pilot and pilot processes are intended (in part) to refine the definitions and calculation methods to be more consistent across all business units.

We made decisions about material indicators and data to be reported based on a number of criteria:

- a. Is the indicator material to the success of our business operations?
- b. Is it important to our stakeholders?
- c. What data may be available? What systems exist for collecting the data?
- d. Is it legal to collect and report on the information requested?
- e. What resources are needed to access the data? Is the cost/benefit reasonable?
- f. Have we been thoughtful regarding competitive information?
- g. What can we do to further ensure that the effort/value relationship supports our business operators and others who must contribute resources (time, talent, emotional energy, money)?

For the pre-pilot and pilot, we aim to implement meaningful reporting that can help drive business improvements and stakeholder value. We expect to gather momentum as a catalyst for improved and expanded alignment with the GRI Framework and protocols in the future. This early stage is intended to launch improved reporting and return benefits in the least disruptive manner for the business.

Specific examples include the following items:

- a. We limited the parameters to those business units that had the resources necessary. Many of these units are currently tracking much of the data/information required, and we are currently providing guidance to the remaining units to improve and/or implement procedures to retrieve this

data/information. We expect to apply the results of our experience, the proven methods and improvements, as applicable, to include the majority of the remaining business units in the future.

- b. Our 3,900 locations include a high percentage of leased spaces in large buildings. Therefore, at this time, it is not cost effective (nor possible) to get hard data on energy, water and other environmental factors.
- c. Our associates (those who directly address client needs for temporary, consulting or contract work) are defined by law as employees in some jurisdictions, but not all. The differences in status and complexities related to data as a result of those differences present an obstacle to this initial implementation. Therefore, most of the data in the pre-pilot and pilot phase will focus on employees as defined by their staff roles in Manpower. This group numbers nearly 30,000 employees vs. four million associates annually.
- d. Employment law varies considerable from one jurisdiction to another especially as relates to employee-related demographic data.

3.10 Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement (e.g., mergers/acquisitions, change of base years/periods, nature of business, measurement methods).

We have no significant changes to report since this is our first report that is informed and guided by the GRI framework.

3.11 Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report.

This is Manpower Inc.'s first report guided by the GRI, its framework and protocols. For this pre-pilot, we have taken data that is comparable from other periods and related it within the GRI format. We will do the same for the next report, using the GRI framework in our request for data (after the fact). For the report to be published Q2 2012, we expect to have the GRI framework in place prior to our request for data so that our report and comparisons going forward will be consistent. We will footnote each item that needs interpretation, including calculations and comparisons to prior periods where definitions, methods or scope may change.

GRI CONTENT INDEX

3.12 Table identifying the location of the Standard Disclosures in the report. Identify the page numbers or web links where the following can be found:

Refer to Addendum, page 25.

ASSURANCE

3.13 Policy and current practice with regard to seeking external assurance for the report.

In the future, we may choose to seek external assurance for a variety of indicators.

Our financial information does have third party assurance as provided by our auditors and consistent with regulatory bodies including the SEC. In addition, much of the data and information contained in this COP/CSR update report can be verified by cross reference to our Annual Report and other publicly available information that has undergone the scrutiny of public disclosure and discourse.

Section Four

Governance, Commitments, and Engagements

GOVERNANCE

4.1 Governance structure of the organization, including committees under the highest governance body responsible for specific tasks, such as setting strategy or organizational oversight.

Manpower Inc. is a publicly traded company, listed on the New York Stock Exchange under the symbol MAN. The company is governed by a board of directors

Describe the mandate and composition (including number of independent members and/or nonexecutive members) of such committees and indicate any direct responsibility for economic, social, and environmental performance.

The board of directors has standing audit, executive compensation and human resources, executive, and nominating and governance committees. The audit committee and the nominating and governance committee share responsibility for social

responsibility, sustainability, ethics, risk, etc. The board of directors has adopted written charters for the audit, executive compensation and human resources and nominating and governance committees. These charters are available on Manpower's web site at www.investor.manpower.com.

The audit committee consists of Mr. Zore (Chairman), Ms. Boswell, Mr. Hueneker, Mr. Payne and Mr. Mendoza. Mr. Mendoza was appointed to the audit committee on April 28, 2009. Each member of the audit committee is "independent" within the meaning of the applicable listing standards of the New York Stock Exchange. The board of directors has determined that Mr. Zore is an "audit committee financial expert" and "independent" as defined under the applicable rules of the Securities and Exchange Commission.

The functions of the audit committee include: (i) appointing the independent auditors for the annual audit and approving the fee arrangements with the independent auditors; (ii) monitoring the independence, qualifications and performance of the independent auditors; (iii) reviewing the planned scope of the annual audit; (iv) reviewing the financial statements to be included in our quarterly reports on Form 10-Q and our annual report on Form 10-K, and our disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations"; (v) reviewing compliance with and reporting under Section 404 of the Sarbanes-Oxley Act of 2002; (vi) reviewing our accounting management and controls and any significant audit adjustments proposed by the independent auditors; (vii) making a recommendation to the board of directors regarding inclusion of the audited financial statements in our annual report on Form 10-K; (viii) reviewing recommendations, if any, by the independent auditors resulting from the audit to ensure that appropriate actions are taken by management; (ix) reviewing matters of disagreement, if any, between management and the independent auditors; (x) periodically reviewing our Policy Regarding the Retention of Former Employees of Independent Auditors; (xi) overseeing compliance with our Policy on Services Provided by Independent Auditors; (xii) meeting privately on a periodic basis with the independent auditors, internal audit staff and management to review the adequacy of our internal controls; (xiii) monitoring our internal audit department, including our internal audit plan; (xiv) monitoring our policies and procedures regarding compliance with the Foreign Corrupt Practices Act and compliance by our employees with our code of business conduct and ethics; (xv) assisting the board of directors with its oversight of the performance of the Company's risk management function; (xvi) reviewing current tax matters affecting us; (xvii) periodically discussing with management our risk management framework; (xviii) serving as our qualified legal compliance committee; and (xix) monitoring any litigation involving Manpower, which may have a material financial impact on Manpower or relate to matters entrusted to the audit committee. In addition, the charter of the audit committee provides that the audit committee shall

review and approve all related party transactions that are material to Manpower's financial statements or that otherwise require disclosure to Manpower's shareholders, provided that the audit committee shall not be responsible for reviewing and approving related party transactions that are reviewed and approved by the board of directors or another committee of the board of directors. The audit committee held five meetings during 2009. The audit committee did not take action by written consent during 2009.

The executive compensation and human resources committee consisted of Mr. Bouchard (Chairman) [until his retirement from the board], Mr. Bolland, Ms. Dominguez, Mr. Greenberg and Mr. Walter. Each member of the executive compensation and human resources committee is "independent" within the meaning of the applicable listing standards of the New York Stock Exchange and qualifies as an "outside director" under Section 162(m) of the Internal Revenue Code. The functions of this committee are to: (i) establish the compensation of the president and chief executive officer and the chief financial officer of Manpower, subject to ratification by the board of directors; (ii) approve the compensation, based on the recommendations of the president and chief executive officer of Manpower, of certain other senior executives of Manpower and its subsidiaries; (iii) determine the terms of any agreements concerning employment, compensation or employment termination, as well as monitor the application of Manpower's retirement and other fringe benefit plans, with respect to the individuals listed in (i) and (ii); (iv) monitoring the development of Manpower's key executive officers; (v) administer Manpower's equity incentive plans and employee stock purchase plans and oversee Manpower's employee retirement and welfare plans; (vi) administer Manpower's corporate senior management annual incentive plan; and (vii) act as the compensation committee of outside directors under Section 162(m) of the Internal Revenue Code. The executive compensation and human resources committee held seven meetings during 2009. The executive compensation and human resources committee did not take action by written consent during 2009.

The executive committee then consisted of Joerres, Bouchard and Walter. This committee may exercise full authority in the management of the business and affairs of the board of directors when the board of directors is not in session, except to the extent limited by Wisconsin law, our articles of incorporation or by-laws, or as otherwise limited by the board of directors. Although the committee has very broad powers, in practice it acts only infrequently to take formal action on a specific matter when it would be impractical to call a meeting of the board of directors. The executive committee did not meet or take action by written consent during 2009.

The nominating and governance committee consists of Mr. Walter (Chairman), Mr. Bouchard, Mr. Greenberg and Mr. Zore. Each member of the nominating and governance committee is "independent" within the meaning of the applicable listing

standards of the New York Stock Exchange. The functions of this committee are to: (i) recommend nominees to stand for election at annual meetings of shareholders, to fill vacancies on the board of directors and to serve on committees of the board of directors; (ii) establish procedures and assist in identifying candidates for board membership; (iii) review the qualifications of candidates for board membership; (iv) periodically review the compensation arrangements in effect for the non-management members of the board of directors and recommend any changes deemed appropriate; (v) coordinate the annual self- evaluation of the performance of the board of directors and each of its committees; (vi) establish and review, for recommendation to the board of directors, guidelines and policies on the size and composition of the board, the structure, composition and functions of the board committees, and other significant corporate governance principles and procedures; (vii) monitor compliance by the non-management directors with our code of business conduct and ethics; and (viii) develop and periodically review succession plans for the directors. The nominating and governance committee has from time to time engaged director search firms to assist it in identifying and evaluating potential board candidates. The nominating and governance committee met five times during 2009. The nominating and governance committee did not take action by written consent during 2009.

See “Committees of the Board,” page 7 of the [2010 proxy statement](#).

4.2 Indicate whether the Chair of the highest governance body is also an executive officer (and, if so, their function within the organization’s management and the reasons for this arrangement).

The board of directors has appointed the chief executive officer of the Company to the position of chairman of the board. Combining the roles of chairman of the board and chief executive officer (1) enhances alignment between the board of directors and management in strategic planning and execution as well as operational matters, (2) avoids the confusion over roles, responsibilities and authority that can result from separating the positions, and (3) streamlines board process in order to conserve time for the consideration of the important matters the board needs to address. At the same time, the combination of a completely independent board (except for the chairman of the board) and the lead director arrangement maintained by the board facilitate effective oversight of the performance of senior management.

(See “Board Leadership Structure,” page 11 of the 2010 proxy statement.

4.3 For organizations that have a unitary board structure, state the number of members of the highest governance body that are independent and/or non-executive members.

The board of directors has determined that ten of eleven of the directors in 2009 were independent under the listing standards of the New York Stock Exchange. (See page 7 of the 2010 proxy statement.)

State how the organization defines ‘independent’ and non-executive’. This element applies only for organizations that have unitary board structures.

We follow the rules of the New York Stock Exchange relating to director independence. As stated in Section 2(a) of the New York Stock Exchange – Listed Company Manual on Director Independence: “No director qualifies as independent unless the board of directors affirmatively determines that the director has no material relationship with the listed company (directly or as a partner, shareholder or officer of an organization that has a relationship with the company).” (See attached “BOD Definition of Independent.pdf”)

The board of directors has adopted categorical standards for relationships deemed not to impair independence of non-employee directors to assist it in making determinations of independence. The categorical standards are found in Appendix A of the [2010 Proxy Statement](#).

4.4 Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body. Include reference to processes regarding:

- **The use of shareholder resolutions or other mechanisms for enabling minority shareholders to express opinions to the highest governance body;** any interested party who wishes to communicate directly with the lead director or with the non-management directors as a group may do so by calling 1-800-210-3458. The third-party service provider that monitors this telephone number will forward a summary of all communications directed to the non-management directors to the lead director. (See page 7 of the attached 2010 proxy statement “Man_2010_proxy.pdf”)

All shareholders are notified of the date, time, and location of each annual meeting and special shareholders meeting. All shareholders are eligible to propose business to be raised at a meeting, provided they provide notice in writing, to the Secretary of the Corporation not less than 90 days prior to the anniversary of the annual meeting of shareholders held in the prior year. (See Section 2.4 and 2.5 of the “Amended and Restated By-laws (04-27-10).pdf”)

- **Informing and consulting employees about the working relationships with formal representation bodies such as organization level ‘work councils’, and representation of employees in the highest governance body.**

Two examples, Europe generally and France specifically:

The European Works Councils (EWC) Directive sets out requirements for informing and consulting employees at the European level, in undertakings (which may include partnerships or other forms of organization as well as companies) or groups with at least 1,000 employees across the member states and at least 150 employees in each of two or more of those member states. Where so required, Manpower has established Work Councils within its local country operations in accordance with local legislation governing the establishment of Work Councils in that country. Manpower works alongside representatives of its Works Councils to ensure compliance with a Works Council's right to information, the right to be consulted and the right of initiative, advisory powers, and the right of approval in certain circumstances.

Manpower France – Works Councils, Committees and Unions:

A Health and Safety Committee (CHSCT) is compulsory for companies with at least 50 employees (article L. 4611-1 of the French Labor Regulations).

Article L. 4612-1 of the French Labor Regulations stipulates that “the Health and Safety Committee’s mission is to contribute in protecting the health and safety of a company’s employees as well as any personnel working for that company via external service providers, including temporary employees.”

Manpower has signed a company agreement whereby Manpower would establish a Health and Safety Committee comprising 9 members (5 temporary employees and 4 permanent employees, at least one of whom was an executive [cadre]), in each operation or branch. Members of the Health and Safety Committee are elected for two years by a designated body made up of the company’s Personnel Representatives and members of the Works Council.

Themes on which the Health and Safety Committee should be consulted include prevention and safety at work, work conditions, analysis of professional risks, accidents and illness.

Five major national unions are representative in France and at Manpower France: Confédération Générale du Travail (CGT), the Confédération Générale du Travail Force Ouvrière (CGT-FO), the Confédération Française Des Travailleurs (CFDT), the Confédération des Travailleurs Chrétiens (CFTC) and the Confédération Générale des Cadres (CGC).

We are required to hold annual negotiations on salaries as well as the duration and organization of working hours and have the obligation to negotiate an electoral protocol every 4 years for the renewal of the Works Councils, the National Works Council and the Personnel Representatives.

Since January 2008, and every three years we have engaged in compulsory negotiations about management of jobs and skills (GPEC). Other negotiations are held according to changes or developments in legislation (employment of, for example, seniors, and people with disabilities) the termination of agreements in force or quite simply with the objective of improving the status of employees.

We signed the first Trade Union agreement in 1969 and have a number of agreements at the Company level related to the following:

- application of the Trade Unions rights inside the Company,*
- Works Council and Personnel Representatives organization*
- Permanent Employees' status Profit-sharing.*

And we have some agreements signed by the Unions at the professional level for all the temporary employment companies for the employee training and health benefits.

According to the French Labor Regulations "Works councils are established in all industrial or trading companies (...) with at least fifty employees" (article L2322-1 of the French Labor Regulations). "In companies with distinct offices, Works Councils and a National Works Council are established."

We are therefore required to have both local Works Councils and a national Works Council. Manpower France has 7 local Works Councils and one National Works Council.

In France, by law, temporary employees are our employees and, in this respect, are part of the company's headcount with regard to personnel representation and assessment of headcount levels for the establishment of personnel representative institutions (except for the Health and Safety Committee). The geographical scope of each Works Council is determined with unions.

Their role lies within a very precise legal framework; local Works Councils have local responsibility and representativeness, and the National Works Council has a responsibility in terms of the overall functioning of the company. Their role is to be informed and consulted on business and financial projects, and to manage the company's social and cultural activities locally for local Works Councils and nationally for the National Works Council. They have an operating budget of 0.2 % of the payroll in 2009.

Members of the Works Council are elected by the employees of the establishment for a period of three years (temporary and permanent employees). Members of the National Works Council are elected from amongst the members of the Works Councils. The Works Council is made up of a Chairman, a personnel delegation (42 members) and union representatives (5 members). The Chairman or Head of establishment is the human resources director or the social relations director by direct delegation of the president of Manpower France.

Members of the personnel delegation are elected for two years by all Manpower employees eligible to vote (permanent and temporary employees) within the three different collegial categories. For eligibility to vote the employee must have been with the company for at least three months (455 worked hours in the last 12 months for temporary employees). For eligibility to be elected the employee must have been with the company for at least one year (910 worked hours in the last 18 months for temporary employees).

Each elected member of the Works Council is allowed 20 hours “delegation” time (i.e. time to deal with union issues, even if he or she is no longer on assignment, for temporary employees), which must be used for exercising his/her mandate; these hours are paid by the company. Each union within the company may appoint a Union Representative for each Works Council and for the National Works Council. This Union Representative also has 20 hours of delegation time.

The works council is consulted about these types of issues:

- Corporate structure*
- Economic and financial position*
- Investment policy*
- Employment situation*
- Major organizational changes and the introduction of new work practices*
- Vocational training*
- Social report*
- Other important topics*

In 2010, Manpower France’s works council has been consulted about: -

- Professional equality between men and women*
- Evolution of the internal organization of the company*
- Vocational training*
- Social report of the company*
- Apprenticeship*
- Training plan*

We have Personnel Representatives in 22 different operations in France. Their role is to present to the Head of the Operation any claims relating to the application of the laws and collective agreements in force, during a compulsory monthly meeting. They can refer such matters to the Occupational Safety and Health Administration.

Each Representative is elected every three years at the same time as the members of the Works Councils and has 15 hours of delegation time per month (even when assignments are stopped for temporary employees) which must be used for exercising his/her mandate; these hours are paid by the company.

A legal scale determines the number of personnel representatives according to the company's total headcount (temporary and permanent employees). For the next elections there will be 546 holders and 546 deputies.

Union representatives in France: their role is to represent the union during meetings with the General Manager or Head of the Operation, and to improve the status of the employees (temporary and permanent) through negotiations. They are appointed by the union and their number per operation is based on the latter's total headcount. They cannot be dismissed by the union. They have 20 hours of delegation time per month (even when assignments are stopped for temporary employees) which must be used for exercising their mandate; these hours are paid by the company.

The National Union Representative: each represented union in the company may appoint a national union representative who is the privileged contact for the General Manager.

4.5 Linkage between compensation for members of the highest governance body, senior managers, and executives (including departure arrangements), and the organization's performance (including social and environmental performance).

Executive compensation: In addition to receiving a base salary, all of the company's executives participate in the corporate senior management annual incentive plan, under which the annual incentive component of their compensation arrangements is provided. Consistent with Manpower's pay for results philosophy, this plan provides for annual incentive compensation awards that are tied to Manpower's financial results. Specifically, the plan provides for a variety of financial metrics that are used in the

determination of the amount of any annual incentives earned by the NEOs. The incentive amounts are based on achievement of pre-established goals using these metrics. The metrics include diluted earnings per share ("EPS") and economic profit (net operating profit after taxes less a capital charge, referred to as "EP") as well as other metrics. In addition, a portion of each NEO's annual incentive award is based on achievement, as approved by the committee, of operating objectives for the NEO for the year. These objectives are typically tied to broad strategic or operational initiatives. (See "Pay for results: annual objective financial goals and operating objectives," page 20 of the attached 2010 proxy statement "Man_2010_proxy.pdf")

Board of directors' compensation: Non-employee directors are paid a cash retainer equal to \$60,000 per year. Non-employee directors also are paid \$2,000 per board or committee meeting attended in person, and \$1,000 per board or committee meeting attended telephonically. The chairman of the audit committee is paid an additional annual retainer of \$15,000 per year and the other committee chairmen are paid an additional annual retainer of \$10,000 per year. In addition, each director is reimbursed for travel expenses incurred in connection with attending board of directors and committee meetings. In addition to the cash compensation (or elective deferred stock), each non-employee director will receive an annual grant of deferred stock. The grant will be effective on the first day of each year, and the number of shares granted will equal \$100,000 divided by the closing sale price of a share of Manpower's common stock on the last business day of the preceding year, or 2,942 shares of deferred stock for 2009. (See pages 60-91 of the attached 2010 proxy statement "Man_2010_proxy.pdf")

4.6 Processes in place for the highest governance body to ensure conflicts of interest are avoided.

The nominating and governance committee reviews the qualifications of candidates for board membership; coordinates the annual self-evaluation of the performance of the board of directors and each of its committees; establishes and reviews, for recommendation to the board of directors, guidelines and policies on the size and composition of the board, the structure, composition and functions of the board committees, and other significant corporate governance principles and procedures; and monitors compliance by the non-management directors with our code of business conduct and ethics. (See "**Committees of the Board**," page 7 of the attached 2010 proxy statement and [Code of Business Conduct and Ethics](#) .

4.7 Process for determining the qualifications and expertise of the members of the highest governance body for guiding the organization's strategy on economic, environmental, and social topics.

The nominating and governance committee has adopted, and the board of directors has approved, guidelines for selecting board candidates that the committee considers when evaluating candidates for nomination as directors. The guidelines call for the following with respect to the composition of the board:

- a variety of experience and backgrounds
- a core of business executives having substantial senior management and financial experience
- individuals who will represent the best interests of the shareholders as a whole rather than special interest constituencies
- the independence of at least a majority of the directors
- individuals who represent a diversity of gender, race and age

In connection with its consideration of possible candidates for board membership, the committee also has identified areas of experience that members of the board should as a goal collectively possess. These areas include:

- previous board experience
- active or former CEO/COO/Chairperson
- human resources experience
- accounting or financial oversight experience
- international business experience
- sales experience
- marketing and branding experience
- operations experience
- corporate governance experience
- government relations experience
- technology experience

(See "Board Composition and Qualifications of Board Members," page 9 of the 2010 proxy statement.)

4.8 Internally developed statements of mission or values, codes of conduct, and principles relevant to economic, environmental, and social performance and the status of their implementation.

Explain the degree to which these:

- Are applied across the organization in different regions and department/units; and
- Relate to internationally agreed standards.

The following Vision, Values, Attributes, CSR/SR Priorities and Code of Business Conduct and Ethics apply to all of Manpower Inc., its subsidiaries and business units. Where appropriate, these have been translated into local languages (or will be in early 2011). The Code is intended to go beyond compliance to support our Brand and culture and help provide the best Manpower Experience for clients, employees, candidates and all stakeholders. It covers all appropriate risks, uses clear language and Brand-relevant graphics and includes material examples and scenarios, presented in an attractive and accessible manner, available to all stakeholders.

Our Vision: *to lead in the creation and delivery of innovative workforce solutions and services that enable our clients to win in the changing world of work.*

Our Values:

People: We care about people and the role of work in their lives. We respect people as individuals, trusting them, supporting them, enabling them to achieve their aims in work and in life. We help people develop their careers through planning, work, coaching and training. We recognize everyone's contribution to our success – our staff, our clients and our candidates. We encourage and reward achievement.

Knowledge: We share our knowledge, our expertise and our resources, so that everyone understands what is important now and what's happening next in the world of work – and knows how best to respond. We actively listen and act upon this information to improve our relationships, solutions and services. Based on our understanding of the world of work, we actively pursue the development and adoption of the best practices worldwide.

Innovation: We lead in the world of work. We dare to innovate, to pioneer and to evolve. We never accept the status quo. We constantly challenge the norm to find new and better ways of doing things. We thrive on our entrepreneurial spirit and speed of response; taking risks, knowing that we will not always succeed, but never exposing our clients to risk.

Our Brand Attributes

- **Inclusive:** We're for everyone, at all levels.
- **Trustworthy:** We're relied upon to do the right thing.
- **Engaging:** People are interested in what we say and do.
- **Forward Looking:** We know what's coming next.
- **Fresh Thinking:** We take a different perspective on things.
- **Expert:** We're the recognized source for insight, opinion and best practices.

Code of Business Conduct and Ethics: All employees (approximately 30,000 people) receive code of conduct training annually. [Code of Business Conduct and Ethics](#) .

CSR/SR Priorities

- We provide innovative workforce solutions to help our clients operate more effectively and ethically.
- We connect people to the dignity of work.
- We care about the environment and aspire to be good stewards of resources and thought leaders in the contemporary world of work.
- Through all of this, we help build more sustainable and dynamic communities.

Manpower's priorities for CSR are aligned with our business priorities and those of our stakeholders in three main areas: governance, social and environment.

Governance: The ManpowerGroup is a model of good corporate citizenship. Together we are a mission-based organization with shared Values. We demonstrate responsible business practices: ethical, effective, and profitable. We provide leadership by intention and example through governance, inclusiveness and transparency. We assess and manage risk responsibly.

Social: We care about people and the dignity of work in their lives. We are a leader in workforce development with a special focus on:

- People with barriers to employment: Youth, women, people with disabilities, seniors, long-term unemployed, ethnic and cultural minorities
- Victims of disasters: promoting recovery through work
- Cross-border issues related to: immigrants, refugees, human trafficking
- Acting as a trusted career advisor: career resources, community volunteer service and training

Environment: A sustainable environment provides greater opportunities in the world of work. As good stewards, we do the following:

- Implement contemporary work models and practices
- Anticipate and respond to emerging skills/roles
- Model better practices: Reduce, Reuse, Recycle
- Creatively engage our network, employees, associates and communities

4.9 Procedures of the highest governance body for overseeing the organization's identification and management of economic, environmental, and social performance, including relevant risks and opportunities, and adherence or compliance with internationally agreed standards, codes of conduct, and principles.

Each year the Board of Directors' Nominating and Governance Committee monitors the *Code of Business Conduct and Ethics* including elements of the Code related to Social Responsibility. The Board of Directors' Audit Committee reviews all conflict of interest violations, if any, annually.

We use risk maps as a tool for financial and business risk analysis. We monitor a portfolio of 40 risks and identify for each the approximate amount of residual and mitigated risk. For each risk we identify detailed mitigating factors including specific actions and initiatives linked directly to our Strategic Execution Framework.

We produce comprehensive scenarios on other factors (in addition to financial risks; such as strategic business risks, market/business environment risks, operational risks, and compliance risks). As part of our (rolling) Three Year Planning Process, we perform extensive analysis of the forces impacting our stakeholders and thus our business. These include Future World of Work Forces and Trends, Competitive, Client and other local/global Risk Forces.

4.10 Processes for evaluating the highest governance body's own performance, particularly with respect to economic, environmental, and social performance.

Once each year, the members of the Board of Directors complete an analysis of total effectiveness on behalf of the company and its stakeholders. Each committee, in executive session, conducts an analysis of its work and processes. These reports are then brought to the full Board at which time an analysis of the Board in total is conducted in executive session.

The results of the committee and full board analyses are used to create a dialogue between senior management and the board during which time the Lead Director provides the Board review. The entire process is intended to improve the work of the Board and the interaction between the Board, Committees and senior management, for the benefit of stakeholders.

COMMITMENTS TO EXTERNAL INITIATIVES

4.11 Explanation of whether and how the precautionary approach or principle is addressed by the organization.

Article 15 of the Rio Principles introduced the precautionary approach. A response to 4.11 could address the organization's approach to risk management in operational planning or the development and introduction of new products.

Please refer to "Board Oversight of Risk," page 11 of the attached 2010 proxy statement.

Each year, the Executive Management Team (EMT) begins a rolling Three Year Strategic Planning (TYSP) Process which includes both long-term and short term planning. It begins in Q2 with an analysis of external and other forces drawn from a wide spectrum of knowledgeable resources with broad stakeholder perspectives. These are drawn from interactions with, and research into high value economic, demographic, political, technological and other resources. The team then assesses these elements for implications related to risk and opportunities across the entire business in a Strategic Execution Framework (SEF) which incorporates the company's values and key strategies targeted at performance and stakeholder value.

Through a process of iteration and validation over the next several months in Q3 and Q4, the EMT refines the implications and prepares/modifies as needed the appropriate responses to capture opportunities and mitigate risk across all dimensions of the company's business.

The final version each year is approved by the EMT and the Board of Directors at the December meeting. The final plan, and significant supporting information and data about trends, implications, risks and opportunities, becomes the working document for the Global Leadership Team's (GLT) dialogue and action planning which culminates in an annual GLT meeting early in January. From this point forward, GLT members (generally country and line of business leaders and key staff-role leaders) commit to action elements within their groups as the information is shared through dialogue, cascading and planning process built around the SEF.

4.12 Externally developed economic, environmental, and social charters, principles, or other initiatives to which the organization subscribes or endorses.

Include date of adoption, countries/operations where applied, and the range of stakeholders involved in the development and governance of these initiatives (e.g., multi-stakeholder, etc.). Differentiate between non-binding, voluntary initiatives and those with which the organization has an obligation to comply.

- In 2007, Manpower Inc. adopted the **UN Global Compact's** ten principles in the areas of human rights, labor, the environment and anti-corruption.
- **Athens Ethical Principles:** Manpower Inc. was the first company to sign the Athens Ethical Principles, which declare a "zero tolerance" policy for working with any entity, which benefits in any way, from human trafficking. This includes our clients, vendors and business partners. Our effort to engage more companies in support of the Principles has resulted in more than 12,000 organizations signing up directly, or through the commitment of their industry federations. We have also secured the support of a number of global union organizations, and recently implemented an aggressive program to secure a "zero tolerance" commitment from every supplier in our global network.
- **End Human Trafficking Now! Campaign:** Manpower Inc. is a partner in the first worldwide initiative that places the business community in the forefront of anti-trafficking efforts. (<http://www.endhumantraffickingnow.com/index.htm>)
- In the summer of 2010, Manpower was featured as a case study in the **United Nations Global Initiative to Fight Human Trafficking** (UN.GIFT) report, Human Trafficking and Business: Good Practices to Prevent and Combat Human Trafficking. With the financial support of the Embassy of Belgium in Colombia, Manpower Colombia and the International Organization of Migration (IOM) joined together for an anti-trafficking project in Medellín, Colombia's second largest city. This project was part of Manpower Colombia's larger program, *Jóvenes Visionarios* (Visionary Young People), which has served more than 250 youths since 2007.
- **Not for Sale Campaign:** At the beginning of 2010, Manpower and the Not for Sale Campaign joined forces to advance the fight against human trafficking. Manpower is the primary sponsor of the **Stop Paying for Slavery Tour**. This tour of 50 cities throughout the US and Australia has a particular focus on introducing the next generation of business leaders to supply chain monitoring programs and the power of social entrepreneurship. The partnership aims to

raise awareness among businesses, governments and communities with regard to the challenges of exposing and combating human trafficking.
(<http://www.notforsalecampaign.org/events/stop-paying-for-slavery/>)

- **United Nations High Commissioner for Refugees (UNHCR)**
 - **ninemillion.org campaign:** Manpower joined with Nike inc., Microsoft, PriceWaterhouseCoopers, Merck & Co. and Right to Play as founding partners in the ninemillion.org campaign, which is focused on providing education to the nine million refugee children who are living long term in refugee camps around the world, often without adequate schooling to provide them with the skills they will need when they are resettled and ready to work. (<http://www.ninemillion.org/>)
 - Manpower and the UNHCR are helping **Myanmar refugees to resettle** in the United States (See <http://www.unhcr.org/4c4844a56.html>)
 - From 16-20 February 2009, Manpower President of Corporate and Government Affairs David Arkless represented Manpower on a **UNHCR field mission** to refugee settlements in Mozambique, Namibia and South Africa to experience the plight of refugees first-hand and identify how Manpower can help them regain the dignity of work.
- Manpower Inc. has partnered with **Upwardly Global** (<http://www.upwardlyglobal.org/>) and **The List Project** (<http://thelistproject.org/withdrawal/>) to find meaningful work for **Iraqi refugees** who resettled to the United States after protecting and supporting American forces in Iraq.
- **Junior Achievement:** In February 2009, Junior Achievement and Manpower Inc. announced the launch of a joint initiative to provide young people from around the world with essential work-readiness skills through a hands-on educational program. JA Success Skills™, impacts over 10,000 students in 15 countries (<http://www.ja.org/>)
- **Pole Emploi:** an employment program includes 8 regions in France and is aimed at finding employment for up to 71,000 long-term unemployed individuals.
- **Dialogue in the Dark:** This innovative, hands-on exhibit provides individuals with an opportunity to experience the world as the visually impaired do. In 2008, Manpower joined forces with Dialogue Social Enterprise, a **German organization, to bring the exhibit to the United States and Mexico.** (<http://www.dialogue-in-the-dark.com/>)
- **Working Links:** In 2000, the government of the United Kingdom introduced a welfare-to-work program designed to significantly reduce dependency on government-sponsored social benefits. Manpower and Capgemini, a global technology consulting firm, joined Job Centre Plus, the government's national

employment service, to develop programs that would help people move away from welfare dependence and back into the workforce. Since its launch, Working Links has helped more than 95,000 long-term unemployed and disadvantaged people to find work. (<http://www.workinglinks.co.uk/>)

- In November 2006, the **government of Buenos Aires** endorsed a plan to make their city the first in Latin America to provide formal support to refugees. Local officials approached Manpower Argentina to develop strategies that would help integrate refugees into the city's workforce. During 2007, ten Manpower volunteers worked with 60 refugees from Colombia, Cuba, Senegal, Nigeria, Eritrea, Guinea and Pakistan.
- **Silatech:** Early in 2009, Manpower joined efforts with Silatech, a Qatar-based social organization whose mission is to create much-needed jobs and other economic opportunities for young people throughout the Middle East and North Africa. Manpower will leverage its global expertise to help Silatech deliver demand-driven and market-oriented training and job placement for young people across the region. (<http://www.silatech.com/>)
- **Education for Employment Foundation:** In the Middle East and North Africa, Manpower joined forces in 2009 with EFE to improve opportunities for first-time job seekers. Manpower will provide tools for selecting and evaluating candidates for training, and help secure additional opportunities such as internships and hiring commitments with its clients for the program's graduates. (<http://www.efefoundation.org/homepage.html>)
- **DWP 50+ Face to Face Guidance Pilot:** In the UK, Manpower teams with the Department of Wages & Pension (DWP) to provide workers over 50 with the counsel they need to understand and take advantage of the work options available to them. (http://research.dwp.gov.uk/asd/asd5/report_abstracts/rr_abstracts/rra_720.asp)
- **Job Academy:** A cooperative program between Manpower France, the French Ministry of Social Cohesion and Equality, and the Foundation for Action to Combat Exclusion (FACE). The Job Academy was established to help educated individuals from disadvantaged areas overcome barriers to employment, and match them with companies that need their skills. (<http://www.fondationface.org/faceframe/face-intervention-emploifformation0.php>)
- The **Paso del Norte Group:** a membership organization of business and civic leaders promoting the economic, social, and cultural vitality of the region by cooperative efforts, social interaction, and the free exchange of ideas and views. The joint venture between Manpower and the Paso del Norte Group, announced August 2010, will be guided by *Paso del Norte's* Blueprint for Global Competitiveness, a regional economic development and human capital strategy

that has been integrated with a higher-education study supported by the Organization for Economic Cooperation and Development (OECD).

(<http://members.pasodelnortegroup.org>)

- **Republic of Serbia Ministry of Youth and Sport:** partnership announced April 2010, together with USAID's Preparedness, Planning, and Economic Security (PPES) project team in Serbia, to provide collaborative programs to promote economic opportunity and social inclusion for young people.
- **Polaris Project** is the leading organization in the United States combating all forms of human trafficking and serving both U.S. citizens and foreign national victims, including men, women, and children. Manpower's strategic global alliance with Polaris Project was announced in September 2009.
(www.PolarisProject.org.)
- **Able to Work:** Manpower and BT have been working closely with Remploy on the Able to Work project since 2003. The focus of Able to Work is to ensure that people with disabilities are given the opportunity to be able to apply for roles in BT Customer Contact Centers. As part of the Able to Work program Manpower also works with a number of other companies to ensure increased job opportunities for people with disabilities. (<http://www.remploy.co.uk/>)
- **Vietnam's Ministry of Labor, Invalids and Social Affairs (MOLISA):** In November 2008, Manpower Inc. and MOLISA formalized a three-year partnership to cooperatively develop employment services and labor information systems, forecast labor market needs, and identify labor requirements of enterprises in Vietnam. (www.molisa.gov.vn/)
- **HOPE Worldwide:** In response to the December 2004 Asian tsunami, Manpower partnered with HOPE Worldwide to build two vocational training centers in Tamil Nadu, India. The centers provide job training to approximately 1,000 people per year to enable survivors to begin anew and support their families.
(<http://www.hopeww.org/NetCommunity/Page.aspx?pid=908>).
- **U.S. Department of Labor:** Manpower Inc. partnered with the U.S. Department of Labor to help Katrina victims, who were displaced due to the storm's damage, to find short and long-term jobs, and transition back to their home communities as the rebuilding efforts have been completed.
- **London School of Economics Centre for Economic Performance:** In September 2006, Manpower Inc. launched a new global research laboratory, the Manpower Human Resources Lab at the Centre for Economic Performance (CEP) at the London School of Economics and Political Science (LSE). The aim of the Manpower Human Resources Lab is to establish a leading centre of excellence and important thought leadership platform for the study and analysis of the impact of HR and labor market decisions and trends on productivity at all

levels. The Lab links innovative data analysis to the practical world of business management to inform and support Talent Management professionals worldwide. (http://cep.lse.ac.uk/new/events/seminar_past.asp?ID=52)

- **China's Bureau of Labour and Social Security:** May 2005. Manpower Inc. is partnering with labor authorities to develop human resources strategies and infrastructure to support China's rapidly evolving labor requirements. The first international partnership office opened in Shanghai on 1 May, and has implemented various initiatives to assist governmental agencies, State-Owned Enterprises and foreign companies present in Shanghai in transforming the effectiveness and efficiency of employment systems and services.
- **U.S. Department of State:** March 2005. Manpower Inc. announced the formation of a new global partnership with the U.S. Department of State, which will seek to accelerate the Department's Global Employment Strategy Initiative. As a result of the partnership, Manpower will develop and implement a special program for spouses of Department of State employees, providing an introduction to employment markets and cultural familiarization, in 67 countries around the world. (<http://www.state.gov/m/dqhr/flo/c21627.htm>)
- In 2003, Manpower became one of the 13 founding partners of the [**U.S. Army Spouse Employment Partnership**](#).

4.13 Memberships in associations (such as industry associations) and/or national/international advocacy organizations in which the organization:

- Has positions in governance bodies;
- Participates in projects or committees;
- Provides substantive funding beyond routine membership dues; or
- Views membership as strategic.

This refers primarily to memberships maintained at the organizational level.

Some examples follow. A more complete list is included in the Annex 2:

- World Economic Forum – strategic partner
- United Nations Global Compact, member.
- *Confederation Internationale des Entreprises de Travail Temporaire* (CIETT): The current chairman is Horacio De Martini, head of Manpower Inc. South America region

- World Human Resources Congress, keynote speaker
- Junior Achievement, Jonas Prising, President of the Americas, Manpower Inc. is a board member and incoming chairman.
- United Way Worldwide -- funding and volunteers.
- Education for Employment Foundation - partnerships
- APQC (Jefferson Wells)
- AARP Featured Employers Program (<http://www.aarp.org/featuredemployers>)

Further examples, US Manpower website only: (<http://us.manpower.com/us/en/social-responsibility/diversity/partnerships/default.jsp>)

- ASQ (American Society for Quality)
- American Staffing Association
- The Business Council
- CEO Supplier Diversity Task Force
- Conference Board
- NAACP
- National Association of Manufacturers
- National Association of Workforce Boards
- National Black MBA Association
- National Minority Supplier Development Council
- National Society of Black Engineers
- National Society of Hispanic MBAs
- National Urban League
- Office of Disability Employment Programs
- Society of Hispanic Professional Engineers
- Ticket-to-Work Program
- U.S. Business Leadership Network
- U.S. Department of Labor
- Virginia Commonwealth University
- Women's Business Enterprise National Council
- Wisconsin Supplier Development Council

STAKEHOLDER ENGAGEMENT

The following Disclosure Items refer to general stakeholder engagement conducted by the organization over the course of the reporting period. These Disclosures are not limited to stakeholder engagement implemented for the purposes of preparing a sustainability report.

4.14 List of stakeholder groups engaged by the organization.

During Q4 2010 Manpower Inc. engaged with the following stakeholder groups:

- | | |
|--------------|------------------------|
| • Clients | Shareholders/Investors |
| • Suppliers | Employees |
| • Associates | Candidates |
| • NGOs | Government |

4.15 Basis for identification and selection of stakeholders with whom to engage.

We started with a small group of employees then added to it to form a global advisory team with membership based on areas of interest, expertise and geography.

We then asked subject matter experts (e.g. our CFO, VP of Global Strategic Sourcing, etc.) to identify client, investor, supplier, NGO and government stakeholder representatives with whom our external consultant could have a meaningful interview/dialogue.

We were looking for open, constructive dialogue with individual representatives who would help us define their needs and interests relative to our reporting. Our aim was to get into this quickly to maintain momentum with a first experience that was both efficient and meaningful since this was a learning experience. We did not design a scientific cross section, rather we relied on the subject matter experts to provide stakeholders whose opinions would likely be representative of their peers.

We did not engage the very frontline employees nor did we attempt to engage associates who fulfill temporary, contract and consulting assignments. Rather, we engaged a group of employees, across various levels and functions that could represent the opinions of many of our stakeholders. Most of these individuals support our field organization and operations and have continuing contact with the field operations, globally and across all key corporate and operational functions. Therefore, the “employee” stakeholder input was quite representative for employees, associates, clients and suppliers. In general we focused on English speakers to expedite this first

process of discovery. In addition, other surveys – including client, employee, associate and candidate satisfaction surveys – helped to inform the opinions expressed by our core advisory team.

In addition, the consultant interviewed external stakeholders from these sectors: government, NGOs, investors and suppliers. In general, the results of these interviews confirmed information we had gathered over the past few years of direct interaction through surveys, various media and our strategic planning process.

(In the future, we intend to “build-in” greater stakeholder feedback opportunities to encourage input, and discussion so that our material indicators are truly representative of business strategy and stakeholder interests in a way that is cost/benefit effective.)

4.16 Approaches to stakeholder engagement, including frequency of engagement by type and by stakeholder group.

Because of the nature of our business – direct services to enterprises (business, government, NGO’s etc.) we are in constant contact with a large number of stakeholders at a local, regional and global level. In fact, one of the core strengths of our organization has been local expertise with global reach. Manpower Inc. has developed more integration cross-brand and cross-geography to provide innovative workforce solutions for local, regional and multi-national/global organizations. This integration has also relied on alignment with globally developed expertise that is provided as a solution to fit local clients’ specific needs based on industry and cultural demands.

In a typical year, Manpower Inc. will interact with and/or interview some 8-10 million individuals and connect 3-4 million people with the possibilities of work while we serve some 400,000 clients across all 82 geographies and all industry sectors, including businesses of all sizes, governments and NGOs.

We conduct client and associate surveys regularly, though, in general, the results are not consolidated globally. It is fair to say, however, that our Net Promoter Scores (NPS), when available, exceed those of our industry peers. However, these surveys (and the day-to-day contact) inform the opinions of those whom we selected to be part of the advisory team for the development of our new GRI framework process. Additionally, all employees are surveyed in Q3/Q4 each year. We have a consistent history of high levels of participation and employee engagement and NPS scores.

Most stakeholders for this initial pre-pilot were interviewed and/or engaged in dialogue only once in Q4 2010. The advisory team, however, was very engaged throughout.

This advisory group participated in two facilitated global workshops with some attending virtually. They were also asked to complete an online survey. They also remained engaged into Q1 2011 as we reviewed and interpreted the results of the surveys, specifically related to the development of an EMS and GRI reporting system and process.

The purpose of the survey was to develop statistical data to better define the importance and accessibility of information for each material indicator. As a result of these various forms and sources of stakeholder input, we made a number of decisions:

1. We scoped indicators at a level that provided effective and efficient access to the data. We started with manageable data points to develop useful information and engagement within the business operations.
2. We acknowledged a bias towards building momentum by demonstrating to our colleagues that the investment to provide the information would yield valuable data that aligned with our business strategies.
3. We redefined some of the GRI terminology so that we could better respond to what we perceived to be the real intent of the indicator. An example of this is “product safety.” We are a services-based business and do not manufacture products. We understand that the essence of this item relates to safety impacts our service offerings may have on individuals and organizations and used this indicator to provide that type of inquiry and measurement.

4.17 Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting.

1. Our plan to improve reporting and processes has been enhanced by this initial effort to implement the GRI framework in relationship to our commitments and business strategies.

We have learned much in the process. The local/global dynamic within Manpower Inc. presents a challenge to reporting. Our fixed and flexible framework encourages responsiveness to markets and stakeholders without heavy top-down procedures. Therefore, the consolidated data we have is primarily financial information, our annual employee survey, etc. We are

committed to local implementation and local expertise – with global guidance and global reach.

2. We now have a better understanding for the types of data/information that we can attempt to gather and we have learned – via a scoring process – how to judge the importance/value/materiality of information vs. the accessibility of that information or data. In fact we have confirmed that some data (personal data that might be assumed to be in HR systems) is not available in some operations due to local regulations.
3. We verified that clients care about what we do, how we do it and especially about our reporting capability. Even more specifically, clients are focused on environmental data (which may be central to – for example – manufacturing clients). More sophisticated and larger clients expect us to provide data/information. They also generally want to know about our “systems approach” to process and data (environmental especially). Until now, we have not had a systems approach; rather we have relied on a number of generally well-informed and well-run “local” or business unit programs and processes – without a guiding EMS framework.
4. We verified publicly available studies that indicate individuals (employees, associates, candidates for employment) and analysts (for indexes and lists) are very interested in our ability to better communicate data and information about sustainability and social responsibility. The people we attract, or want to attract, care about social issues in the work place. They may not be able to clearly articulate each area of interest but, in general, want to work for a company that makes a difference and allows each of them to do the same. “Making a difference” issues are measured and reported in our Annual People Survey of our employees, best reflected in the engagement scores which remain high.
5. The investors and suppliers interviewed were primarily interested in CSR as it related more directly to business results. To summarize much of the investor dialogue, our responsible practices were of interest to the extent that they added value to financial performance and longer term success of the company. To some extent, this type of reply may have been expected since, as current investors, these stockholders were already in touch with the nature of our business and our unique culture with values and practices that differentiate us from other potential peer group members.

6. We found gaps and we have set about closing those gaps. Examples follow:
- a. Improved transparency – we will continue to drive access to information, data, policies, etc. to better identify our position/policy for increased clarity.
 - b. Improved consistency across business units – we have opened the discussion about improved global-local balance and communications aligned with business strategies and are pursuing more effective means of addressing stakeholder interests.
 - c. Improved Code of Conduct – commitment to make a more complete, accessible and engaging code by Q4 2010, available in multiple languages by Q2 2011.
 - d. Implement an Environmental Management System (EMS) – resources have been committed in 2010 toward implementation of a pilot EMS that is compliant with ISO 14000 by Q4 2010.
 - e. Improved alignment and reporting – commitment to procedures that allow for better data collection, assessment and reporting, using the GRI framework to align with UN Global Compact Principles.
 - f. Improved data processes - study cost/benefit related to possible internal/external, third-party “auditing,” evolving through 2015.
 - g. Better alignment with Annual Reporting and the expectation of a single, consolidated report. We are committed to a pilot COP/GRI report in Q3 2011 and a GRI aligned report and COP in Q2 2012.

Addendum

Guidance for Using Indicators

Reminder: This is the first step on our journey to implement the GRI Framework and its benefits. It is not a GRI certified report. We are providing the following comments in the interest of transparency:

- **Reporting on Trends** *Information should be presented for the current reporting period (e.g., one year) and at least two previous periods, as well as future targets, where they have been established, for the short- and medium-term.*

Comment: This is our first use of the GRI Framework and we have implemented it without trending prior years. This Guidance element is therefore aspirational as we move into the future.

- **Use of Protocols** Organizations should use the Protocols that accompany the Indicators when reporting on the Indicators. These give basic guidance on interpreting and compiling information.

Comment: We will use the protocols to the extent possible to present the most material, meaningful data at this point of our journey. Many of the indicators do not align well with our business as noted above. However, it is clear to us that we can provide information that is important to stakeholders and their decisions by interpreting a number of indicators for like meaning. One example is “Product Safety.” Since we do not produce a product, we can apply this group of indicators creatively to better identify how our services impact candidates, clients, employees, associates and communities.

- **Presentation of Data** In some cases, ratios or normalized data are useful and appropriate formats for data presentation. If ratios or normalized data are used, absolute data should also be provided.

Comment: We are presenting the data that we currently have available and are developing a means to expand and improve our ability to provide better qualitative responses. In this beginning phase, much of our data is limited to that which we have available or could access in a reasonable manner, without undue cost or disruption to the business. We will improve and provide more robust data and information each year.

- **Data aggregation** Reporting organizations should determine the appropriate level of aggregation of information.

Comment: Our data and information are generally gathered at the business unit level. A business unit is generally a country, reporting up through one of several global

regions to a consolidated global report. Some information is consolidated at the service global brand level (e.g. Elan, Right, Jefferson Wells). We have provided some data “horizontally” and others “vertically.” We aspire to have systems in place eventually that will allow us to provide most (if not all) data by country (region, etc,) and by brand.

Most financial data is presented on a company-wide basis and according to the units/subsets applied in our financial reporting.

For this initial phase, our environmental data focuses on our World Headquarters (a Gold LEED new building) and on a number of business unit headquarters for which we have meaningful data. With the exceptions noted above, there is limited benefit to data gathering from our nearly 3,900 branch offices: we do not have “control” or access to meaningful data. We do have opportunities for positive changes as we open new offices and remodel existing spaces. The build-out specifications include best practices for recycled materials, energy and water efficiency. Similarly, we have taken a conservative approach to human resource data and provided (in general) data on our core staff (“employees”) only and not yet on our “associates,” the three to four million people who provide direct service to our clients as consultants and on temporary or contracted projects.

- **Metrics** Reported data should be presented using generally accepted international metrics (e.g. kilograms, tons, liters,) and calculated using standard conversion factors and/or Indicator Protocol (e.g. GHG).

Comment: Data has been presented in generally accepted international units. Financial information is presented as we report it, in USD (\$).

Mission Driven Organization with ESG Priorities: We have attempted to define and present our social responsibility profile more completely each year. Our CEO describes Manpower Inc. as a “mission driven company.” Since our founding, we have had an underlying sense about the importance of our daily work – helping clients succeed in their businesses while connecting people with the possibilities and dignity of work. Our CEO often reminds us that doing well and doing good are in our DNA. In the past, much of the focus of our businesses overlooked the core value of the day to day and identified “social responsibility” as it related to special initiatives and philanthropy. In 2007, we more clearly stated what we stand for and what we are against, making it clear that we intend to leverage our expertise and model leadership in the World of Work. Our consistent, ethical, caring approach to people, clients, communities and other stakeholders made it natural to align with the UN Global Compact. More recently, we defined our integrated approach to corporate citizenship, social responsibility and sustainability.

**We provide innovative workforce solutions
to help our clients operate more effectively and ethically.**

We connect people to the dignity of work.

**We care about the environment and aspire to be good stewards of
resources and thought leaders in the contemporary world of work.**

**Through all of this, we help build
more sustainable and dynamic communities.**

Our largest stakeholder group consists of candidates and associates. In 2009, we interviewed over 10 million people and employed more than 3 million people, in all areas of work, across the globe in 82 countries and territories. We attempt to provide the “Manpower Experience” for everyone with whom we come in contact. Therefore in addition to employing a large number of people, we strive to be a resource for those whom we do not employ. Our goal is to provide everyone with recommended resources, based on our staff members’ expertise in the local market world of work.

Categories/Aspects and Indicators

Social Impact:

We care about people and the dignity of work in their lives.

We are a leader in workforce development with a special focus on:

- Youth, Women, People with Disabilities
- Seniors and the Long-term Unemployed
- Cross-border Issues related to: Immigrants, Refugees, Human Trafficking
- Victims of Disasters: Recovery through Work
- Acting as a Trusted Career Advisor: Community Volunteer Service and Training.

We surveyed key business units, representing 90% of revenues about their 2009 programs. They reported 246 special workforce initiatives that engaged over 45,000 people of whom nearly 7,600 gained employment.

Chart: Number of programs according to a variety of needs.

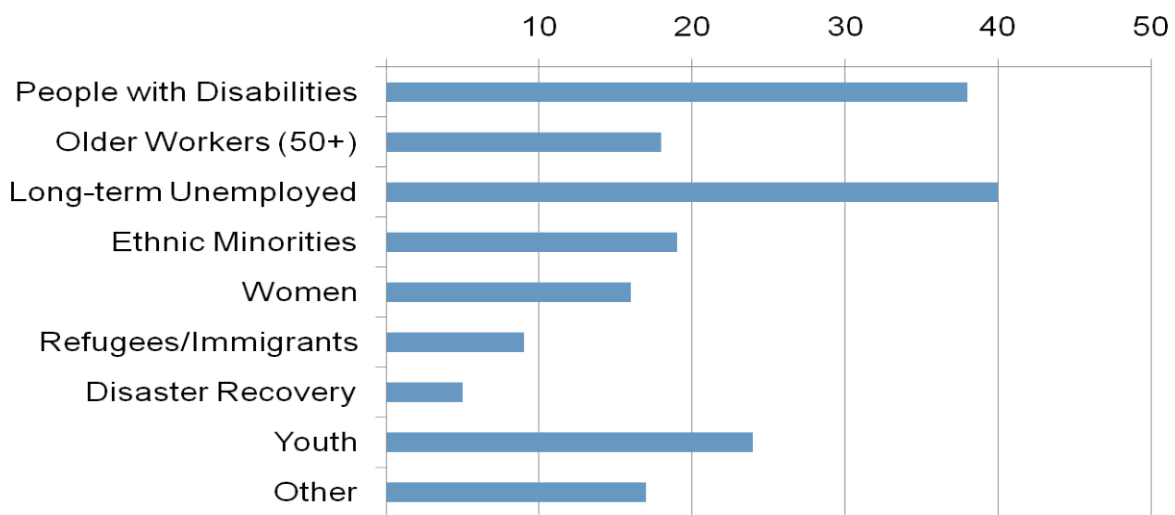


Chart: Distribution of people engaged in each program type within reporting units:

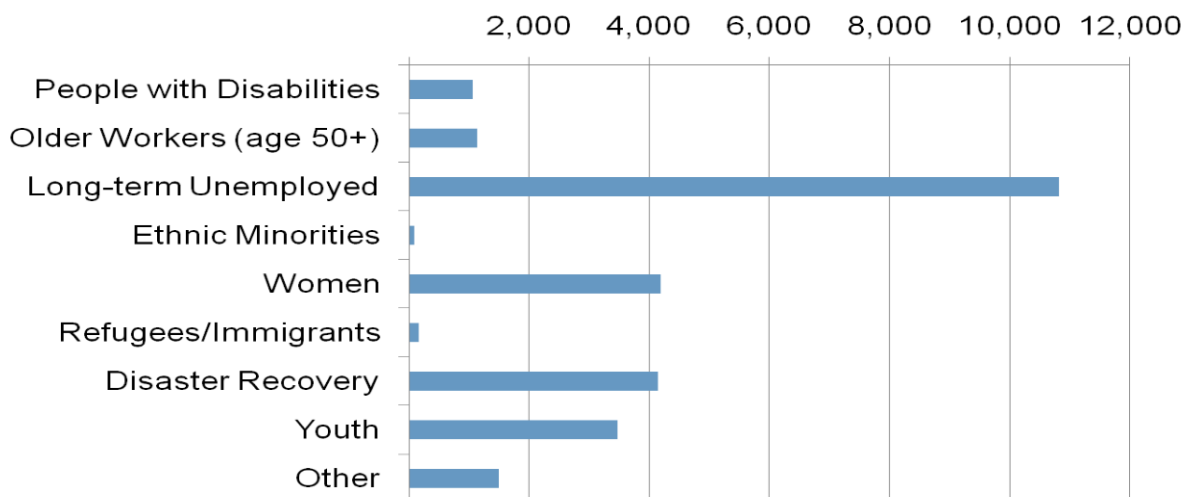


Chart: Business units surveyed reported a range of special initiatives

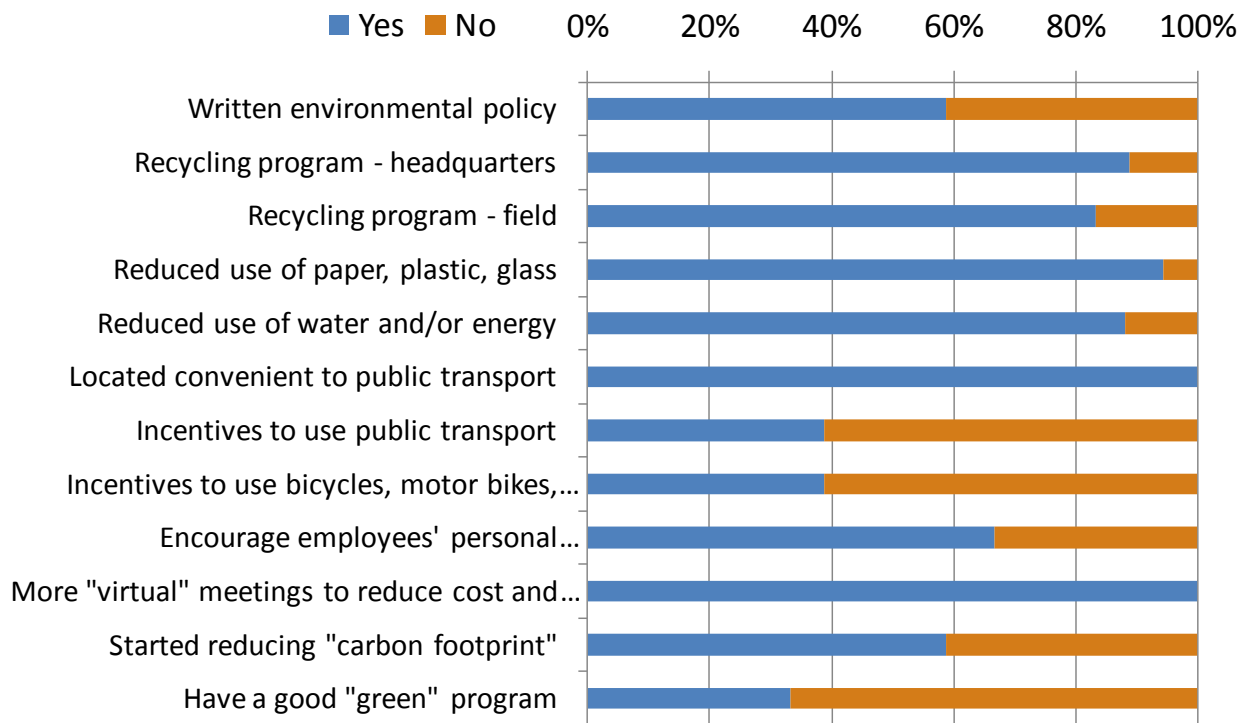
Operation	People with Disabilities Older Workers (50+) Long-term Unemployed	Ethnic Minorities	Women	Refugees/Immigrants	Disaster Recovery	Youth	Other
MP ANZ	X		X				X
MP Argentina	X	X			X	X	
MP Canada					X	X	
MP France	X	X	X		X	X	X
MP Germany		X	X		X	X	X
MP India	X	X			X	X	
MP Japan	X		X			X	X
MP Mexico	X	X	X		X	X	
MP Netherlands	X	X	X	X		X	X
MP Norway	X	X	X	X		X	
MP Spain	X		X			X	
MP Sweden			X				
MP UK	X	X	X				
MP US	X	X	X	X		X	X

Environmental Impact:

In 2009, Manpower Inc. began planning for a centralized EMS (Environmental Management System). We will have an EMS plan in place by Q4 2011 and will begin the process of developing goals and measuring results. As a service company, our environmental footprint is limited. For example, we do not produce toxic wastes, effluents, etc. However, as a significant global employer, we realize that anything we can do to improve the environment will help to improve the communities in which we live and work. We are committed to being good stewards for the environment and we also recognize that we have opportunities with new industries, skill sets and work models as they emerge.

Our starting point is simple and effective: Reduce, Reuse and Recycle. A number of our business units have planned and developed processes for improvement. We also have an opportunity to better relate to a large group of stakeholders who share these values: employees, clients, candidates, suppliers and investors. In addition, by raising our level of awareness we can more fully address emerging industries, skills and competencies that will be part of a “green” agenda.

Many of the business units surveyed responded with information about programs implemented in each:



Several of the respondents provided details about their programs and processes. The document attached is a sample of programs in place. Many of these can serve as inspiration for an improved global environmental policy and EMS with a number of best practice examples and options to be implemented in each business unit.

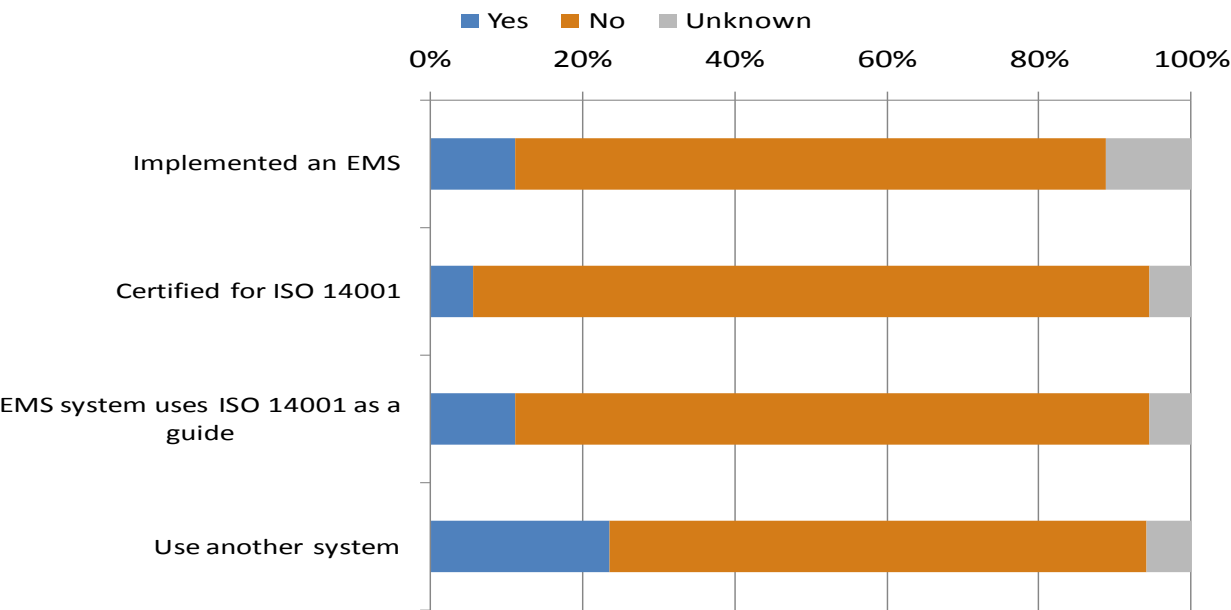
In addition to the details noted here, we have made decisions and developed standards for purchased items (e.g. carpeting) that contain recycled materials, and specifications for the build-out of new offices to include lighting, fabrics, paints and more. For added information, see Annex: Environmental Details, Examples

When asked to report results of the plans, programs and processes in place, several of the responding units were able to identify carbon, water and energy reduction results.

Chart: Manpower is beginning to understand the relevance of these metrics to our area of expertise: the World of Work.

Operation	Carbon Footprint	Water	Energy
MP UK	10%		
MP Belgium	5%	5%	5%
MP Sweden	10%	5%	10%
MP Mexico		5%	3%
MP US (World HQ)		41%	23%
MP France	9%		27%
MP ANZ	3%	2%	2%
MP Norway			50%

Several business units reported on the status of an EMS or EMS-like system:



A larger number of units were able to report the results of plans and processes for reduced use (e.g. paper, toner, plastic) and recycling.

Operation	Paper/ Plastic Recycled (kg)	Paper Reduced (Reams)	Paper/ Plastic Reduced (Items)	Print Cartridges Recycled
MP India	300	300	2	
MP UK	21000	130	12000	225
MP Spain	20000			500
MP Belgium	10		10	
MP Argentina	723	3800		283
MP Sweden	33000	20000	10000	100
MP Japan	10000			178
MP Mexico	5000	1000	3000	600
MP US	75636		241300	205
MP France	412000	27201		
MP ANZ	3	6	200	20
MP Canada				25
MP Norway	80		11	50
TOTAL	57752	52437	266523	2186

We have paid no fines for violations of environmental regulations. Manpower strives to be a good steward of the environment.

Economic Impact of Special Initiatives and Funding:

The added economic impact of special initiatives and funding is understated for 2009. Our US operation has a robust community engagement model, TeamWorks, that encourages employee participation during work (paid) hours and non-work (unpaid hours). Employees participate with charitable/civic organizations that are strategically aligned with our business. Programs include workforce development initiatives,

voluntary coaching for employment skills and mentoring initiatives for elementary school students in the “Home Work Club.” Our data for voluntarism and community engagement is what has been recorded in our online system that allows US colleagues to report volunteer hours.

Participation in volunteer initiatives (USA operations only)	
Number of community programs or projects in which staff employees participated	528
Number of staff members who took part in volunteer or community programs	1,955
Number of paid hours for employee volunteers	33,681

In addition, Manpower contributes money, skills, and services. The value noted in the chart below is understated. For example, it does not include amortized, continuing cost of our significant investment in the state of Tamil Nadu, India. We have not yet established values for contributed resources in all cases. For example, our World Headquarters building has over 50 conference rooms. The building is functional, attractive and conveniently located in the heart of Milwaukee, Wisconsin. On any day, 5-15 community groups may be using the conference rooms and other public spaces for committee meetings, expositions, cocktail and/dinner receptions and more. As many as 300 people may attend one event such as an “expo” to promote minority owned enterprises, their products and services.

Total amount of charitable contributions (reported by units surveyed only, not including physical space, events, etc.)	\$2,734,288
Amount of money contributed	1,833,935
Value of contributed services	678,683
Value of contributed items	57,630
Cost of sponsorships, tickets, etc. purchased for charities	164,040

Chart: Examples of philanthropic actions and initiatives to support communities through financial contributions, volunteer programs and activities.

Operation	Money	Sponsorship	Services	Items	Paid staff volunteer hours	Encourage volunteer- ism	Formal staff volunteer program
Elan	X			X		X	
Jefferson Wells	X	X	X	X	X	X	X
MP ANZ	X	X	X		X	X	X
MP Argentina	X	X		X	X		X
MP Belgium	X	X	X			X	
MP Canada	X	X		X	X	X	
MP France	X	X	X	X	X		
MP Germany		X		X	X	X	
MP India			X		X	X	
MP Japan			X	X			X
MP Mexico	X	X	X	X	X	X	X
MP Netherlands	X	X	X	X	X	X	
MP Norway	X	X	X	X		X	
MP Spain		X			X	X	X
MP Sweden				X	X		
MP UK	X	X				X	
MP US	X	X	X	X	X	X	X
Right Management	X	X	X	X	X	X	X

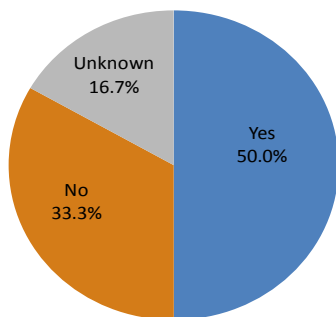
Human Rights and Ethical Supply Chain Issues:

2009 was the second year of a multi-year rollout of our Responsible Supplier Program. That program is detailed at www.manpower.com/social/csrpolicies.cfm.

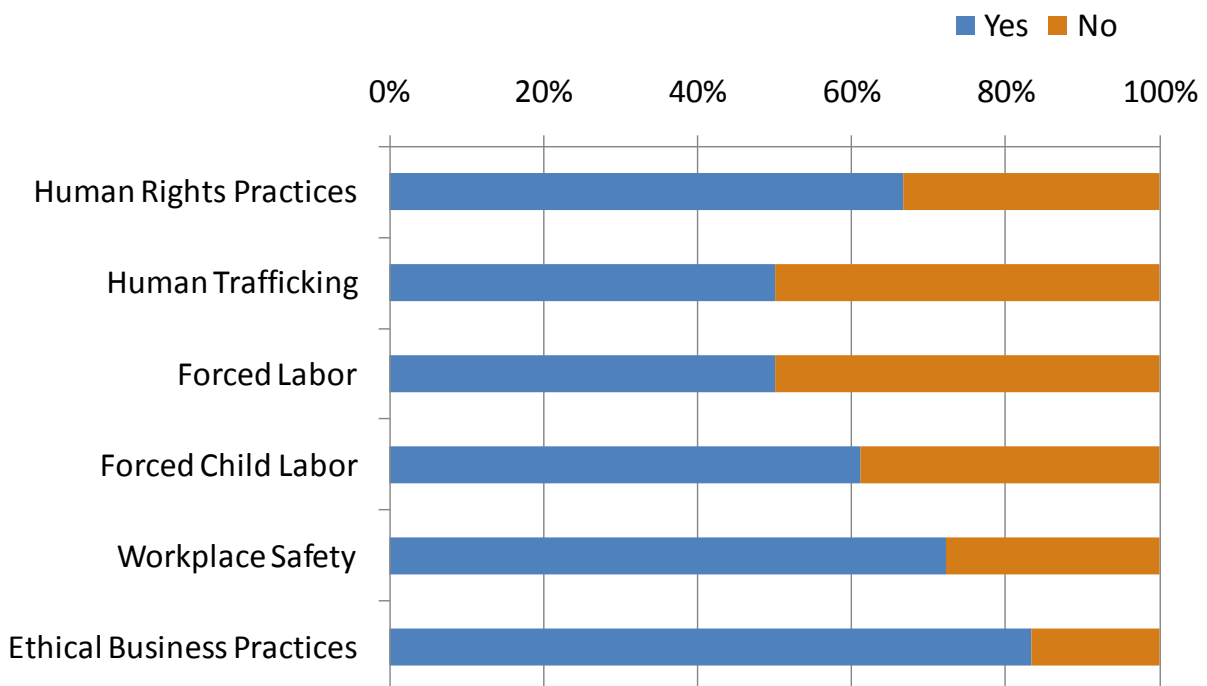
The self-reporting/assurance requirement is described as follows:

"It is the policy of Manpower Inc. and its subsidiaries (the "Company") to require that its supply chain business partners be committed to business principles, values and a culture that are aligned with the Company's commitments to social responsibility, and that these business partners provide the Company with positive assurance about their commitment to certain key business practices."

Percentage Participation in the Global Program, as reported.



The policy defines the principles which are effectively the UN Global Compact [UNGC] and End Human Trafficking Now [EHTN] principles. We hope to complete the roll-out and have this policy embedded by 2011 as a practice for purchasing at the global and business unit level. The following is a progress report which indicates both success to date and gaps to be filled.



Labor Practices and Product Responsibility

ManpowerGroup provides innovative workforce services and solutions that are delivered through our talented staff and associates. Service work is, by definition, labor (talent) intensive. Therefore, we have addressed these issues together. Manpower Inc. and its working brands are widely admired and respected as demonstrated by recognition, analysts' ratings and awards at the global and local levels,

Our Brand and our culture are defined by our day-to-day interactions with stakeholders, especially clients, colleagues, associates, candidates and our communities. We conform to ethical business practices in all areas including our labor practices and service responsibility: concern for personal safety, data privacy, opportunities for formal and informal individual development, and career guidance for our employees and associates. This same line of ethical behavior is evident in our marketing and sales programs and practices. We compete based on our strengths and the advantages we can provide for clients, helping them win in the changing world of work. 100% of colleagues are trained each year in our [Code of Business Conduct and Ethics](#). See more at www.manpowergroup.com/press/pressroom.cfm.

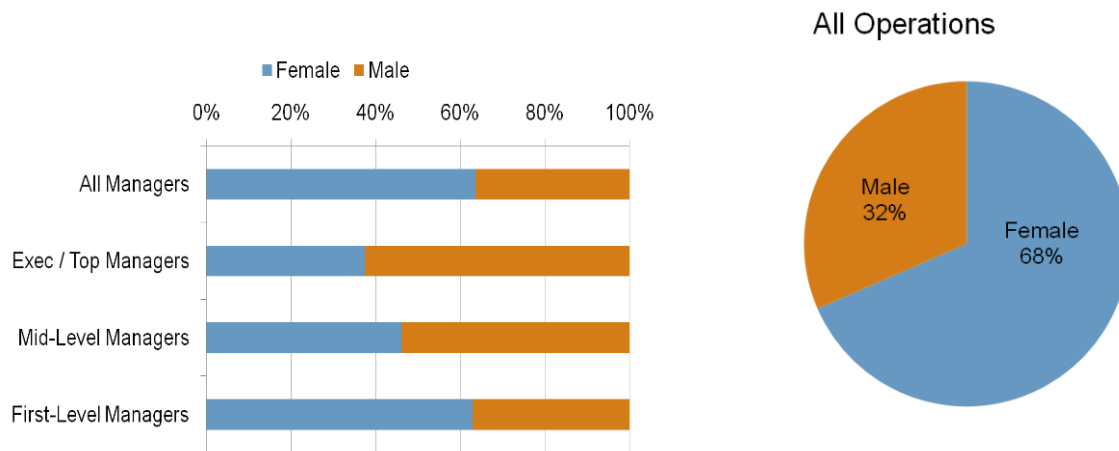
Diversity:

Manpower Inc.'s policy on diversity and inclusiveness considers the issues from both an ethical and practical perspective. The deliberate pursuit of diversity and inclusiveness helps drive competitive advantage and is directly connected to our ability to provide high quality innovative workforce solutions for our clients. The following points demonstrate how these issues are core to our success:

1. A diverse workforce staff is a strategic driver because it provides access to the broadest range of innovative thinking and experience to address the growing complexity of the ever-changing World of Work.
2. An inclusive culture allows everyone to feel empowered to present ideas, to learn and to grow for individual benefit and for the benefit of the organization and its stakeholders.
3. All employers are faced with a global talent mismatch (when available work and workers with appropriate talents do not align). Therefore, we must attract all available qualified workers, including those who are in routinely "under-represented groups," the description of which varies by culture, location, skill set, etc.

Manpower Inc. has a historically unique approach to people and work. In previous sections, we have indicated a core Value: People and the role of work in their lives. We support that value in our practical day to day business operations. We approach candidates by asking "What can you do?" thereby initiating a dialogue that focuses more on a candidate's possibilities than on a candidate's potential limitations.

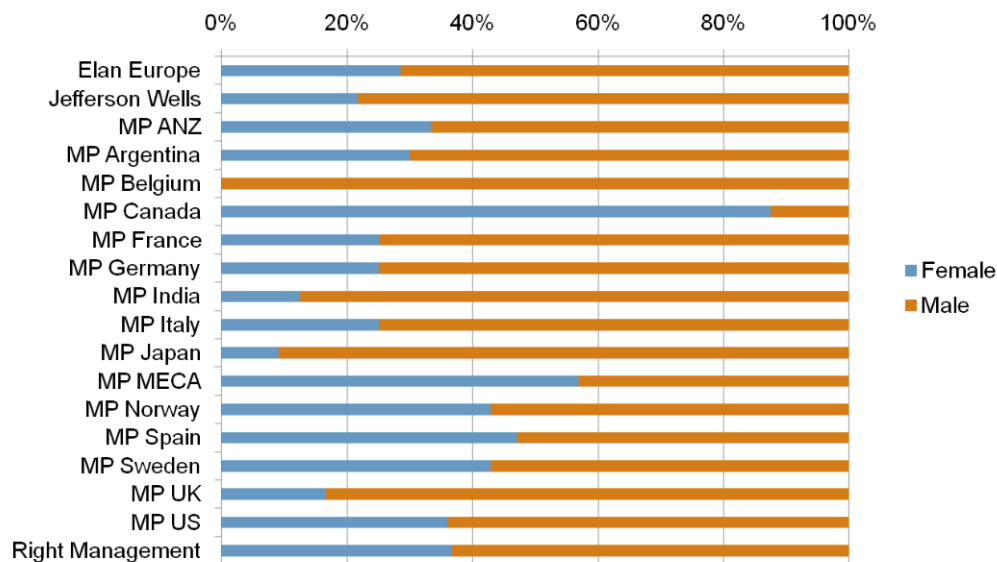
We have a 60 year history of providing development and leadership positions to women and men alike. Nearly 70% of all managers are women.



Women are leaders across Manpower Inc. including the [Board of Directors](#) and [top level business managers](#) in key business units and staff positions. In 2009, Manpower France and EMEA, the two largest regions which contributed 65% of total revenues, were led by women. Francoise Gri, EVP and President, Manpower France has been listed for the seventh time as one of Fortune Magazine's "Most Powerful Women in the World." Women hold key staff positions including EVP Global Strategy and Talent; VP Global Marketing; VP Global Workforce Solutions. Together these are five of 13 Executive Management Team (EMT) roles. ManpowerGroup is a model for women leaders. Our EMT members are leading participants in the World Economic Forum (WEF) Women Leaders Program.

This data is also presented here by business unit to provide a clear view into organizations to ensure gender balance. In addition to those noted, a number of key business units (e.g. Canada, Spain, Israel, Germany, Mexico, China) have - or had in 2009 - women in country-level chief executive leadership roles, in addition to those in key business unit staff positions.

Chart: Executive/Top Level Management by Business Unit reporting:



People with Disabilities, Examples of Progress in 2009:

Elan creates development opportunities in an inclusive workplace based on core values: People, Knowledge and Innovation. A spirit of empowerment is encouraged providing employees an adaptable workplace environment that encourages them to take charge of their own careers and enables Elan and its clients to win in the changing world of work.

Policies are designed to meet strategic and operational objectives, ensure legal compliance and are fully integrated to Elan's corporate culture and working philosophy.

Elan actively uses a number of legal channels, EEF South, CIPD, REC and BERR on a daily basis in order to monitor and respond to forthcoming changes. Policies that ensure equal opportunities and diversity, dignity at work and flexible working, as well as policies which prohibit workplace intimidation and harassment, are among the workplace practices that are deliberately embedded into Elan values and are published on the intranet to be accessible to all.

Elan aims to be up to date with new developments on diversity matters by routinely attending external seminars and organizing internal workshops for employees. Training starts from the induction program where employees are guided through the policies and practices of Elan and through a module on

discrimination, legislation and its practical interpretation.

Training continues throughout the employee's career at Elan via workshops, team meetings and the frequent company-wide distribution of newsletters and fact sheets. Further guidance is also given to managers from HR and a manager's toolkit of best practice.

Australia/New Zealand (ANZ) continues to partner in Australia with Australian Employers' Network on Disability.

Argentina, through its CSR program *Opportunities for Everyone*, promotes the working integration of people with disabilities into our company. The organization's commitment to diversity and inclusion in the working environment has been made an integral part of the Human Resources policy.

Every job position available in the company is analyzed by the HR Selection Area with the intention of identifying opportunities for suitable candidates. The *Opportunities for Everyone* program is carried out by a professional team which includes occupational therapists, psychologists and special education specialists. Every Manpower Argentina branch includes at least one representative specially trained in the processes required for the successful integration of people with disabilities. There are more than 80 of these specialists throughout Argentina.

France:

1. In a partnership with AGEPHIP (French organization in charge of developing the employment of people with disabilities in the private sector), Manpower France was instrumental in increasing the representation of temporary workers with disabilities throughout the workforce. Programs included: training and qualification of temporary worker with disabilities; training Manpower's permanent staff; educating clients and prospects (particularly among organizations containing 20-200 employees); and development of partnerships with specialized structures.
2. Enterprise agreement (November 2009) includes a permanent staff hiring plan, training and work integration plan, a plan to keep disabled employees on the job for employees who have had a serious work accident or contracted an occupational disease, follow-up and support via vocational reconversion and efforts to keep them on the job, information and awareness-raising initiatives, partnerships for sheltered work environments. Additionally, Manpower France has a temporary workers hiring, training and work integration plan. Also a plan to keep disabled employees on the job similar to above.

Japan:

Manpower Japan has developed a staffing support subsidiary company named "Job Support Power" that is specially focused on helping people with disabilities.

Mexico /MECARD:

The operation is currently in the process of creating a Diversity Culture with all the managers trained to help them consider and accommodate candidates with different types of disabilities for their vacancies. Once people with disabilities are hired, managers help their teams understand the type of disability and then jointly explore procedures that will ease the integration process. Once a person with disability is offered a permanent contract they are treated as everyone else and provided with the usual talent development path opportunities associated with the position. Manpower Mexico has also developed creative videos/advertisements that challenge viewers to a more inclusive view regarding people with disabilities in the workplace.

Spain:

A program called *Vivid la Diversidad* is designed for staff managers to promote aspects of diversity and equality among all staff employees. The program is intended to broaden awareness among employees of current issues associated with diversity and equality. The country-wide effort includes the creation of a specific section in the operation's intranet that defines issues associated with the effort. The site contains a specific section for diversity including guidance on effective procedures for interviewing people with disabilities based on experiences of working with trainees in some of our branches. The program includes frequent collaboration with Manpower *Fundación* to improve efforts to recruit people with disabilities and older workers or other groups who may be disenfranchised or discriminated against.

Manpower UK:

The operation has met with representatives from Prospects – the employment arm of the National Autistic Society (NAS) – to discuss ways in which we can support the work they do in getting people with Autism and Asperger syndrome into the workplace. A contact branch in London has been set up to coordinate efforts throughout the country and staff members—including an HR Manager—were trained by the NAS in methods associated with interviewing and accommodating these special needs.

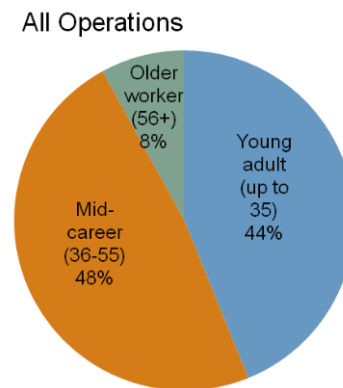
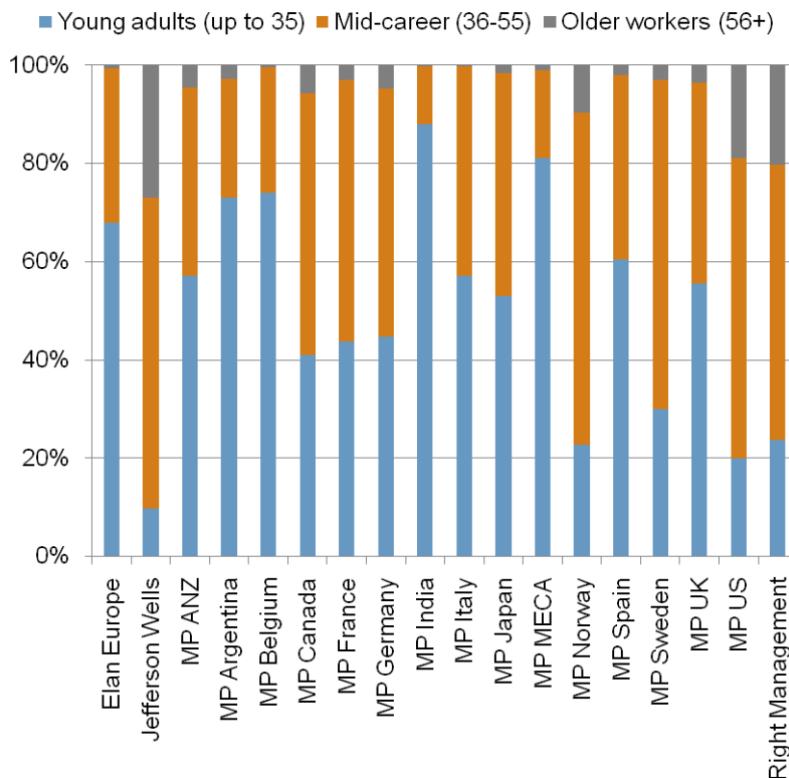
Other Diversity Indicators:

We view diversity as strategic and define diversity to include far more than gender and race. We include age, types of experience, learning and leading style, ethnic origin and much more that helps define the complex, interesting World of Work. We view our international diversity as a key strength of ManpowerGroup.

In 2009, the reporting units provided data elements of diversity including ethnic background, race, etc. We (and all employers) are prohibited from recording/reporting this data as a result of regulations in many of our key markets.

Age and Career Stage data is based on available information and best estimates.

Charts: Staff, by age and career stage:



Support for Mothers/Families:

Manpower depends on the skilled women throughout our organization. We recognize that families have unique needs ranging from childcare to elder-care. We have a worldwide philosophy that supports flexible working arrangements to promote opportunity and balance. We operate in many combinations of service models and external cultures. Our support for families and mothers especially relies on compliance with local regulations and on Manpower's culture, especially our Value: People. Therefore we have a number of programs to support mothers and families.

The World Headquarters models a set of benefits and behaviors intended to meet business needs (e.g. client access to specialists) and to operate effectively and address the special needs of employees and families. The issues families face range from childcare to eldercare, and include financial concerns, personal health (including exercise and nutrition) and more. Manpower encourages work-life balance by providing a number of at work services ranging from access to dry cleaning services to automobile repair. Balance includes exercise classes and weight/nutrition programs held in the headquarters building. With access to health insurance – including dependents - and with tax-savings plans for setting aside funds for healthcare and childcare, for retirement and for discounted stock purchase plans, Manpower helps individuals and families address financial concerns. The “model” for flexible scheduling includes time away from work, some as PTO (paid time off) and added unpaid leave according to the U.S. FMLA (Family Medical Leave Act). Employees often return from maternity leave on a part-time schedule that may also include working remotely, with manager approval, according to business needs.

The Headquarters building was designed with a number of features for women especially: lactation/resting rooms for mothers before and after delivery and to meet the needs of nursing mothers. Convenient, reserved, close-in parking places in a covered garage are “Reserved for Expectant Moms.”

The following is a brief sample of other programs in a number of business units:

FAMILIES, ESPECIALLY MOTHERS AND PARENTS

Elan:

Elan provides flexible working arrangements to promote improved work-life balance. The organization offers an extensive range of benefits to guarantee employees’ personal and professional wellbeing. Elan recognizes that employees have different priorities at different stages of their lives and for employees with parental responsibilities Elan offers childcare vouchers, family health coverage and family dental coverage, discounted shopping and opportunities to negotiate additional annual leave. We promote flexible working to promote balance.

Australia and New Zealand:

The organization promotes flexible work arrangements both in Australia and New Zealand. The organization has also arranged to have both men and women work their hours around child and elder care commitments.

Argentina:

Created an interdepartmental Work-Life Balance Committee in 2008. Its aim was to develop a comprehensive plan that would establish a framework of flexible work options and other instances to improve the work-life balance of all the employees of the company. The first step included identifying the “risk groups” which are subject to challenges associated with maintaining a satisfying work-life balance. These groups included: mothers of 0-12 year-old children; divorced parents; employees who commute long distances, and employees affected by the Rural Business Unit. During 2009 they defined a policy for all the organization named “*Manpower con Vos. Equilibrando tu Vida*” (Manpower with you. Balancing your life), in order to improve motivation and loyalty to the company, contributing to talent retention. It is comprised of ten work-life balance policies such as extended maternity and paternity leaves, flexible work schedule, and others. Manpower & Our Children: Since 2007 we have invited our employees’ children – between three and ten years old – to visit their parents’ work place and to spend a day at our offices. A chance for the children to see their mother or father at work is combined with other recreational activities. The program is carried out in our central offices, as well as in every Manpower branch in the country.

Mexico:

The operation has been recognized with the Gender Equity Model Certificate and the Family Responsible Company Award based on the operation’s consistent efforts to implement affirmative actions that promote work/life balance among its staff.

Norway:

The Norwegian Working Environment Act and the National Insurance Act require employers to arrange the working conditions to make it possible to combine family life with work. Some of the privileges are: 46 weeks leave with 100% salary or 56 weeks leave with 80% salary for either the mother or the father when having a child, ten days leave with 100% salary if the child is ill and three days leave with 100% salary if the nanny is ill. The employee is also entitled to reduce work time by law when breastfeeding and if the child is less than 12 years.

UK: a number of policies support families and working parents, including Time Off for Dependents, Parental Leave, Flexible Working, and Childcare Vouchers.

Training and Development:

Each year, every staff member (100%) must complete Code of Business Conduct and Ethics training and must successfully complete a test that certifies the Code was

thoroughly read and understood. The Code covers the entire spectrum of risks and, even more importantly, includes reality-based scenarios and encourages employees to think beyond the Code and do what is right, in all things.

Additionally several sub-sets of employees must complete one or more training units and be re-certified annually on topics related to business ethics and anti-corruption, as defined by a number of national and international groups. Each of these training programs is mandatory, thus we have a 100% completion rate for each set of employees. In addition to the training, our organizational culture is one that promotes employees based not only on the “what” of their role but also on “how” each fulfills responsibilities in an ethical, trustworthy and respectful manner aligned with our Values. Our annual audit, risk management, and compliance processes are intended to report stakeholder data accurately in accordance with local and international laws, including those related to anti-corruption.

We encourage learning and development through our **“Three Es - Experience, Exposure and Education.”** Staff members share the responsibility for individual professional development. We attract many people into a wide array of positions – operations and staff functions. Our branch operations provide practical training related to human resources, client service, business challenges, talent management and more. Employees have access to Manpower’s Training and Development Center (TDC) with over 6000 courses available. All of this is valuable preparation for one’s future. Every employee receives a performance appraisal annually, at least. These are opportunities for dialogue, for personal and professional goal-setting and for reviewing “what and how” each employee fulfills his/her responsibilities. We maintain a shared expectation for coaching throughout the year.

Manpower colleagues are trained to provide the best Manpower Experience possible. In 2009, we met the goal of training 100% of all branch employees in the Candidate Experience – targeted at making every interaction with candidates a memorable and positive experience.

We believe that providing this type of an experience is not only the right thing to do, it is also practical and strategic, a driver in employee engagement and candidate satisfaction and referral to Manpower Inc.

Other Labor Practice Information

Manpower has signed the UN Global Compact as detailed in other sections of this report. One of the Principles affirms employees’ right for choice of association in the workplace, including collective bargaining. Our workforce is challenging to define due to the nature of local (country) laws and regulations. Our best estimate is that nearly 45%

of all employees are covered by collective bargaining agreements, allowing for those who are “employees” by legal definition, including associate members of our direct service workforce. We do adhere to localized notice periods and methods as outlined by regulation and in those agreements.

We formed an Employee Health and Safety Council to improve best practice sharing and to begin the process of maintaining consolidated information about employee injuries and fatalities. We do not believe it is reasonable and possible to report on “lost days” except within the scope of workers’ compensation related statistics which, due to the variety of regulations and definitions of employee, are difficult to achieve with meaningful certainty. A large portion of the work done by Manpower Inc. employees is low risk office work. Beyond our core staff, this includes our associate workforce of accountants, management consultants, engineers, ITC professionals and administrative office workers. In addition, we have every incentive to avoid unsafe work and working conditions. This reflects our ethical concern for workers and also our practical need to maintain our reputation so we may continue to attract the best clients and candidates.

We employ over 4 million people each year. Our records indicate the following regarding work related fatalities: 2008 n=4, 2009 n=3

We have incomplete consolidated data for worker injuries but have this example of available data from US OSHA logs: Injuries: 2008 .967/200k hours worked; 2009 .433/200k hours worked.

Table identifying the location of the Standard Disclosures in the report. Identify the page numbers or web links where the following can be found:

Standard Disclosures	Section	Location
Strategy and Analysis	1.1- 1.2	Pages 3 - 8
Organizational Profile	2.1- 2.10	Pages 9 - 14
Report Parameters	3.1 – 3.13	Pages 15 - 21
Governance, Commitments, and Engagement	4.1 – 4.17	Pages 21 - 46
Disclosure of Management Approach		Page 1
GRI Performance Indicators included in this report.		Addendum, 22 – 27

<p>EN16 Total direct and indirect greenhouse gas emissions by weight.</p> <p>EN17 Other relevant indirect greenhouse gas emissions by weight.</p> <p>EN18 Initiatives to reduce greenhouse gas emissions and reductions achieved.</p> <p>EN19 Emissions of ozone-depleting substances by weight.</p> <p>EN20 NO, SO, and other significant air emissions by type and weight.</p> <p>EN21 Total water discharge by quality and destination.</p> <p>EN22 Total weight of waste by type and disposal method.</p> <p>EN23 Total number and volume of significant spills.</p> <p>EN24 Weight of transported, imported, exported, or treated waste deemed hazardous under the terms of the Basel Convention Annex I, II, III, and VIII, and percentage of transported waste shipped internationally.</p> <p>EN25 Identity, size, protected status, and biodiversity value of water bodies and related habitats significantly affected by the reporting organization's discharges of water and runoff.</p> <p>PRODUCTS AND SERVICES</p> <p>EN26 Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation.</p> <p>EN27 Percentage of products sold and their packaging materials that are reclaimed by category.</p> <p>COMPLIANCE</p> <p>EN28 Monetary value of significant fines and total number of non-monetary sanctions for noncompliance with environmental laws and regulations.</p> <p>TRANSPORT</p> <p>EN29 Significant environmental impacts of transporting products and other goods and materials used for the organization's operations, and transporting members of the workforce.</p> <p>OVERALL</p> <p>EN30 Total environmental protection expenditures and investments by type.</p>	<p>FC</p> <p>Y</p> <p>FC</p> <p>NM</p> <p>NM</p> <p>FC</p> <p>FC</p> <p>NM</p> <p>NM</p> <p>Y</p> <p>NM</p> <p>Y</p> <p>FC</p> <p>FC</p>	<p>A-6 - 8</p> <p>A-5-8</p> <p>A-8 and</p>
<p>2. Human Rights</p> <p>INVESTMENT AND PROCUREMENT PRACTICES</p> <p>HR1 Percentage and total number of significant investment agreements that include human rights clauses or that have undergone human rights screening.</p> <p>HR2 Percentage of significant suppliers and contractors that have undergone screening on human rights and actions taken.</p>	<p>FC</p> <p>Y</p>	<p>A-11</p>

<p>HR3 Total hours of employee training on policies and procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained.</p> <p>NON-DISCRIMINATION</p> <p>HR4 Total number of incidents of discrimination and actions taken [employees].</p> <p>FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING</p> <p>HR5 Operations identified in which the right to exercise freedom of association and collective bargaining may be at significant risk, and actions taken to support these rights.</p> <p>CHILD LABOR</p> <p>HR6 Operations identified as having significant risk for incidents of child labor, and measures taken to contribute to the elimination of child labor.</p> <p>FORCED AND COMPULSORY LABOR</p> <p>HR7 Operations identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of forced or compulsory labor.</p> <p>SECURITY PRACTICES</p> <p>HR8 Percentage of [security personnel] trained in the organization's policies or procedures concerning aspects of human rights that are relevant to operations.</p> <p>INDIGENOUS RIGHTS</p> <p>HR9 Total number of incidents of violations involving rights of indigenous people and actions taken.</p>	<p>Y</p> <p>FC</p> <p>Y</p> <p>Y</p> <p>Y</p> <p>y</p> <p>NM</p>	<p>A-19,20</p> <p>A-20,21</p> <p>A-11 Pg. 36-42</p> <p>A-11 Pg. 36-42</p> <p>A-11-20</p>
<p>3. Labor Practices and Decent Work</p> <p>EMPLOYMENT</p> <p>LA1 Total workforce by employment type, employment contract, and region.</p> <p>LA2 Total number and rate of employee turnover by age group, gender, and region.</p>	<p>Y</p> <p>Y</p>	<p>A-12-14</p> <p>A-16</p>

LA3 Benefits provided to full-time employees [that are not provided to temporary or part-time employees, by major operations].	Y	A-17-19
LABOR/MANAGEMENT RELATIONS		
LA4 Percentage of employees covered by collective bargaining agreements.	Y	A-20
LA5 Minimum notice period(s) regarding operational changes, including whether it is specified in collective agreements.	Y	A-21
OCCUPATIONAL HEALTH AND SAFETY		
LA6 Percentage of total workforce represented in formal joint management-worker health and safety committees that help monitor and advise on occupational health and safety programs.	Y	A-20 Pg. 25-29
LA7 Rates of injury, occupational diseases, [lost days, and absenteeism], and number of work related fatalities by region.	Y	A-21
LA8 Education, training, counseling, prevention, and risk-control programs in place to assist workforce members, their families, or community members regarding serious diseases.	FC	
LA9 Health and safety topics covered in formal agreements with trade unions.	Y	Pg 25-29
TRAINING AND EDUCATION		
LA10 Average hours of training per year per employee by employee category.	Y	A-19,20
LA11 Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings.	Y	A-19-20
LA12 Percentage of employees receiving regular performance and career development reviews.	Y	A-20
DIVERSITY AND EQUAL OPPORTUNITY		
LA13 Composition of governance bodies and breakdown of employees per category according to gender, age group, minority group membership, and other indicators of diversity.	Y	A-13
LA14 Ratio of basic salary of men to women by employee category.	FC	
4. Society		
COMMUNITY		
SO1 Nature, scope, and effectiveness of any programs and practices that assess and manage the impacts of operations on communities, [including entering, operating, and exiting].	Y	A-3-5 Pg. 3-8

<p>CORRUPTION</p> <p>S02 Percentage and total number of business units analyzed for risks related to corruption.</p> <p>S03 Percentage of employees trained in organization's anti-corruption policies and procedures.</p> <p>S04 Actions taken in response to incidents of corruption.</p> <p>PUBLIC POLICY</p> <p>S05 Public policy positions and participation in public policy development and lobbying.</p> <p>S06 Total value of financial and in-kind contributions to political parties, politicians, and related institutions by country.</p> <p>ANTI-COMPETITIVE BEHAVIOR</p> <p>S07 Total number of legal actions for anticompetitive behavior, anti-trust, and monopoly practices and their outcomes.</p> <p>COMPLIANCE</p> <p>S08 Monetary value of significant fines and total number of non-monetary sanctions for noncompliance with laws and regulations.</p>	<p>Y</p> <p>Y</p> <p>FC</p> <p>Y</p> <p>Y</p> <p>Y</p> <p>Y</p>	<p>A-11, 19,20</p> <p>A-19,20, P</p> <p>Pg. 32-41</p> <p>CC</p> <p>Pg. 27</p> <p>P</p> <p>A-8, P</p>
<p>5. Product Responsibility</p> <p>CUSTOMER HEALTH AND SAFETY</p> <p>PR1 Life cycle stages in which health and safety impacts of products and services are assessed for improvement, and percentage of significant products and services categories subject to such procedures.</p> <p>PR2 Total number of incidents of non-compliance with regulations and voluntary codes concerning health and safety impacts of products and services during their life cycle, by type of outcomes.</p> <p>PRODUCT AND SERVICE LABELING</p> <p>PR3 Type of product and service information required by procedures and percentage of significant products and services subject to such information requirements.</p> <p>PR4 Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service</p>	<p>FC</p> <p>FC</p> <p>NM</p> <p>NM</p>	

information and labeling, by type of outcomes.		
PR5 Practices related to customer satisfaction, including results of surveys measuring customer satisfaction.	FC	
MARKETING COMMUNICATIONS		
PR6 Programs for adherence to laws, standards, and voluntary codes related to marketing communications, including advertising, promotion, and sponsorship.	Y	Pg. 1 and CC
PR7 Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship by type of outcomes.	NM	
CUSTOMER PRIVACY		
PR8 Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data.	FC	
COMPLIANCE		
PR9 Monetary value of significant fines for noncompliance with laws and regulations concerning the provision and use of products and services.	Y	A-8, P
6. Economic		
ECONOMIC PERFORMANCE		
EC1 Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, and payments to capital providers and governments.	Y	Pg. 12-13
EC2 Financial implications and other risks and opportunities for the organization's activities due to climate change.	FC	
EC3 Coverage of the organization's defined benefit plan obligations.	Y	P
EC4 Significant financial assistance received from government.	NM	
MARKET PRESENCE		
EC5 Range of ratios of standard entry level wage compared to local minimum wage at significant locations of operation.	FC	
EC6 Policy, practices, and proportion of spending on locally-based suppliers at significant locations of operation.	Y	Pg. 13-15
EC7 Procedures for local hiring and proportion of senior management hired from the local community at locations of	FC	

significant operation.		
INDIRECT ECONOMIC IMPACTS		
EC8 Development and impact of infrastructure investments and services provided primarily for public benefit through commercial, in-kind, or pro bono engagement.	Y	A-3-5, 8-9
EC9 Understanding and describing significant indirect economic impacts, including the extent of impacts.	Y	A-3-10

Footnotes:

Y= Yes, reported in accordance with the scope and boundaries specified. May relate to, but not respond directly to, the indicator.

FC = for Future Consideration and potential reporting

CC = Code of Business Conduct and Ethics

P = 2009 Proxy (linked)

NM = Not Material or cost/benefit ratio is insufficient to report at this time

Pg. = refers to the main document, Introduction to section 4.17, pages 1-49

A = refers to the Addendum, pages 1-28

Annex 1: Environment Details – Examples:

Norway

ENVIRONMENT GRI for 2009 – reported in 2010

Manpower's ambition in Norway was to reduce the total of use of paper by 25 % by the end of 2009, i.e. 70 % of all waste, compared to the consumption in 2008. Manpower will recycle a minimum of 50 % of all paper and plastic waste by established policies, efficient equipment, and routines for handling waste.

By the end of 2010 our aim is 85 % in Oslo, and 72 % in Bergen and 72 % in Trondheim.

Reuse of Equipment in Developing countries

Manpower is a certified partner to a NGO that takes care of 90 % of the discarded ICT equipment. The equipment is shipped to developing countries where it is used by children in local schools. To avoid dumping of used electronic equipment, the NGO has a return system. Since 2008 Manpower has sent ICT equipment equivalent to the need of approx 10.000 school children in Guatemala.

Building Green IT

After moving the head office in Norway to a new location, Manpower has reduced the energy demands of the data centre through server consolidation and dynamic management across a pool of servers. This virtualization allows Manpower to run multiple virtual machines on a single physical machine, sharing the resources of that single computer across multiple environments. The energy savings are more than 50 % compared to the use of separate servers.

Reducing Use of Paper and Plastic

Recycling of paper has been introduced for 80 % of the offices, and plastic recycling has also been introduced for major offices. A "reduce paper" policy has been launched. This has given immediate results, by extending the use of electronic media, introducing double sided printing and the elimination of the use of cover pages.

Electric Cars for Employees

Manpower has introduced the use of electric cars, thereby contributing to the reduction in air pollution in the greater Oslo area. Electric cars are available for external meetings. Each el-car drives 5.000 km per year, thereby contributing to reducing the air pollution in the greater Oslo area.

Fresh air (not polluted)

Through our use of video equipment and webinars, and through reducing travelling, we achieved a reduction of CO2 emission equivalent to 50 tons.

France

Manpower France has established “green” policies and actions. Sample indicators include the following:

TRANSPORT by road via les frais kilométriques (km) / km personnel car via cartes de carburant (litres) - oil for professional car - number of train trips - rent car

Transport AERIEN (trajets) - number of fly Global emission for transport details CO2 from personnel cars used for work; details CO2 from professional cars, train and flying.

CONSUMPTION Fuel - others oil purchase gasoline/petrol.

PAPER: publishing paper actually consumed (shipped + tests, waste, defective included)” weight actually consumed (including all printing papers + envelopes + labels). Part of paper from FSC - PEFC recycled papers consumption Photocopy paper (all different sizes and weight included). Paper Recycling (t). Inc Toner used, plastic cups used, computer waste destroyed, recycled.

TRAVEL (more): Implementation of more effective usage of conference calls (number and time)

Belgium

We do have an Eco-label that was given by the Government for our HeadOffice in Brussels. We follow a programme that helps us to monitor and maintain the Eco-label certificate

Netherlands

Vitae has several good programs, for example each year they choose a special project and with all their employees they dedicate one day to this project. Vitae (part of Manpower Netherlands) has a carbon footprint reduction plan and an active program that stimulates this carbon footprint and its targets to all its employees.

Annex 2:

Organizations, Memberships and Roles – Executive Management Team

Partial March 2010

Organization	Role
Education For Employment (EFE)	Board Member
The Hague Process on Refugees & Migration (THP)	Board Member
CIETT (Employment Federation)	Board Member
CICPMC	Vice President
UNHCR - HR Advisory Committee	Member
World Economic Forum	Manpower is a Strategic Partner
World Economic Forum	Chairperson, Global Agenda Council on Skills and Talent Mobility; Women Leaders Program
Arab International Women's Forum (AIWF)	Manpower is a Platinum Partner
AIM International	Manpower member
EPC (European Policy Centre)	Manpower member
GIRN/IOE	Manpower member
EHTN!	Special Envoy
IOM (International Organization for Migration)	Stakeholder
Demand Abolition Advisory Council	Key Stakeholder
Next Door Foundation	Board Member
Accenture CSO Circle	Member
Alverno College, School of Business Advisory Board	Board Member
Boys & Girls Clubs of Greater Milwaukee	Board Member
Human Capital Institute	National Advisory Board member
World 50/HR 50	HR 50 member
HR Policy Association	Board Member
Personnel Roundtable	Member and Executive Committee member
The Sierra Institute	Senior Corporate Fellow
ABU (Netherlands Staffing Org)	Member
Governance Metrics International (GMI)	Member
Society of Corporate Secretaries	Member
Corporate Executive Board – General Counsel Roundtable	Member
Wisconsin Bar Association	Member
Wisconsin General Counsel's Forum	Member
American Bar Association	Member
Council on Competitiveness	Member

Committee for Economic Development	Director
Greater Milwaukee Committee	Director, Co-chair Future Workforce Committee
Cellular Dynamics International	Director
Harris Financial Corporation	Director, Audit Committee & Risk Oversight Committee Member
Milwaukee Youth Symphony Orchestra	Director
Marquette University College of Business	College of Business Administration Dean's Council of Excellence
AICPA (American Institute of Certified Public Accountants)	Member
Children's Hospital President's Council	Member
Financial Executives International	Member
French Economic , Social and Environmental Council (CESE)	Member , "Public sector" section
French Business Movement (Medef)	Member of the Ethics Committee
GPS	Vice-president , Employment Issues
Edenred (former Accor Services)	Supervisory Board member
Rexel	Board Member
Institut de l'Entreprise	Member of Executive Committee
Ecole Centrale de Paris	Board Member
Junior Achievement of Wisconsin, Inc.	Board Member
Junior Achievement USA	Chairman of the Board
Junior Achievement Worldwide	Board Member
YPO International	Member