

MANPOWERGROUP INC.

FORM 8-K (Current report filing)

Filed 11/01/17 for the Period Ending 11/01/17

Address	100 MANPOWER PLACE MILWAUKEE, WI, 53212
Telephone	414 961-1000
CIK	0000871763
Symbol	MAN
SIC Code	7363 - Services-Help Supply Services
Industry	Employment Services
Sector	Industrials
Fiscal Year	12/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 1, 2017

MANPOWERGROUP INC.

(Exact name of registrant as specified in its charter)

Wisconsin

1-10686

39-1672779

(State or other jurisdiction of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

100 Manpower Place
Milwaukee, Wisconsin

53212

(Address of principal executive offices)

(Zip Code)

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

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Election of Directors

On November 1, 2017, ManpowerGroup Inc. (the “Company”) elected Michael J. Van Handel to its Board of Directors, effective December 11, 2017. Mr. Van Handel is the former Chief Financial Officer of the Company. Mr. Van Handel has not been appointed to any committees of the Company’s Board of Directors.

As a non-employee director of the Company, Mr. Van Handel will participate in the same compensation arrangement as the other non-employee directors of the Company, which will consist of a cash retainer equal to \$100,000 per year and reimbursement for travel expenses incurred in connection with attending Board of Directors and Committee meetings. In addition, Mr. Van Handel will receive a prorated annual grant of deferred stock upon his appointment to the Board of Directors.

The Company will also enter into an indemnification agreement with Mr. Van Handel which will be in substantially the same form as the indemnification agreements entered into by the Company with each of the Company’s other outside directors. The description of the indemnification agreement is contained in the Company’s Current Report on Form 8-K dated October 31, 2006 and is incorporated by reference herein.

The press release issued by the Company announcing the election of Mr. Van Handel is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Item 8.01 Other Events

On November 1, 2017 we issued a press release announcing that our Board of Directors declared a semi-annual dividend of \$0.93 per share. The dividend will be paid on December 15, 2017 to shareholders of record as of the close of business on December 1, 2017. The press release is attached hereto as Exhibit 99.2 and is incorporated by reference herein.

Item 9.01. Exhibits

Exhibit No.	Description
<u>99.1</u>	<u>Press Release dated November 1, 2017 regarding the election of Mr. Van Handel to the Company’s Board of Directors</u>
<u>99.2</u>	<u>Press Release dated November 1, 2017 regarding declaration of dividend</u>

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MANPOWERGROUP INC.

Dated: November 1, 2017

By: /s/ Richard Buchband

Name: Richard Buchband

Title: Senior Vice President, General Counsel and Secretary

Exhibit Index

- [99.1](#) [Press Release dated November 1, 2017 regarding the election of Mr. Van Handel to the Company's Board of Directors](#)
- [99.2](#) [Press Release dated November 1, 2017 regarding declaration of dividend](#)



MEDIA CONTACT

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ManpowerGroup Elects Michael Van Handel to Board of Directors

MILWAUKEE, November 1, 2017 - ManpowerGroup (NYSE: MAN) announced today that Michael Van Handel has been elected to the company's Board of Directors, effective December 11, 2017.

"We're delighted to welcome Mike to the Board," said Jonas Prising, ManpowerGroup Chairman & CEO. "Mike has been instrumental in the evolution of the workforce solutions industry for almost 30 years. His unique combination of heritage and innovation will be a great asset to the ManpowerGroup Board as we continue to create even more value for clients and candidates."

Van Handel has been a Director of BMO Financial Corporation, a subsidiary of BMO Financial Group, since 2006 and a Director of ICF International since June 2017. He retired as Senior Executive Vice President of ManpowerGroup in February 2017, following more than two decades with the company, including as Chief Financial Officer and in other senior finance and accounting positions. During his 18 years as CFO, Van Handel was recognized nine times by Institutional Investor magazine with the prestigious America's Best CFO for Business and Professional Services award.

For the full list of ManpowerGroup Board Members [click here](#).

About ManpowerGroup

ManpowerGroup (NYSE: MAN), the leading global workforce solutions company, helps organizations transform in a fast-changing world of work by sourcing, assessing, developing and managing the talent that enables them to win. We develop innovative solutions for over 400,000 clients and connect 3+ million people to meaningful, sustainable work across a wide range of industries and skills. Our expert family of brands – Manpower, Experis, Right Management and ManpowerGroup Solutions – creates substantially more value for candidates and clients across 80 countries and territories and has done so for nearly 70 years. In 2017, ManpowerGroup was named one of the World's Most Ethical Companies for the seventh consecutive year and one of Fortune's Most Admired Companies, confirming our position as the most trusted and admired brand in the industry. See how ManpowerGroup is powering the future of work: www.manpowergroup.com



FOR IMMEDIATE RELEASE

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ManpowerGroup Declares 93 Cent Dividend

MILWAUKEE (November 1, 2017) – The Board of Directors of ManpowerGroup (NYSE:MAN) has declared a dividend of 93 cents per share, payable on December 15, 2017, to shareholders of record as of the close of business on December 1, 2017.

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

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About ManpowerGroup

ManpowerGroup (NYSE: MAN), the leading global workforce solutions company, helps organizations transform in a fast-changing world of work by sourcing, assessing, developing and managing the talent that enables them to win. We develop innovative solutions for over 400,000 clients and connect 3+ million people to meaningful, sustainable work across a wide range of industries and skills. Our expert family of brands – Manpower®, Experis®, Right Management® and ManpowerGroup® Solutions – creates substantially more value for candidates and clients across 80 countries and territories and has done so for nearly 70 years. In 2017, ManpowerGroup was named one of the World's Most Ethical Companies for the seventh consecutive year and one of Fortune's Most Admired Companies, confirming our position as the most trusted and admired brand in the industry. See how ManpowerGroup is powering the future of work: www.manpowergroup.com