

HEALTHCARE SERVICES GROUP INC
Form 4
June 06, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
COOK THOMAS A

2. Issuer Name and Ticker or Trading Symbol
HEALTHCARE SERVICES GROUP INC [HCSG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3220 TILLMAN DRIVE, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
President

BENSALEM, PA 19020

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common stock	06/04/2008		M			15,382	A	\$ 5.5259	45,777	D	
Common stock	06/04/2008		S			15,382	D	\$ 17.45	30,395	D	
Common stock	06/05/2008		M			56,897	A	\$ 5.5259	87,292	D	
Common stock	06/05/2008		S			9,378	D	\$ 17.45	77,914	D	
Common stock	06/05/2008		S			4,419	D	\$ 17.46	73,495	D	

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Common stock	06/05/2008	S	6,700	D	\$ 17.47	66,795	D
Common stock	06/05/2008	S	5,100	D	\$ 17.48	61,695	D
Common stock	06/05/2008	S	5,669	D	\$ 17.49	56,026	D
Common stock	06/05/2008	S	6,874	D	\$ 17.5	49,152	D
Common stock	06/05/2008	S	957	D	\$ 17.51	48,195	D
Common stock	06/05/2008	S	3,331	D	\$ 17.52	44,864	D
Common stock	06/05/2008	S	1,269	D	\$ 17.53	43,595	D
Common stock	06/05/2008	S	2,300	D	\$ 17.54	41,295	D
Common stock	06/05/2008	S	2,085	D	\$ 17.55	39,210	D
Common stock	06/05/2008	S	1,709	D	\$ 17.56	37,501	D
Common stock	06/05/2008	S	706	D	\$ 17.57	36,795	D
Common stock	06/05/2008	S	1,294	D	\$ 17.58	35,501	D
Common stock	06/05/2008	S	2,406	D	\$ 17.59	33,095	D
Common stock	06/05/2008	S	800	D	\$ 17.6	32,295	D
Common stock	06/05/2008	S	700	D	\$ 17.6111	31,595	D
Common stock	06/05/2008	S	546	D	\$ 17.62	31,049	D
Common stock	06/05/2008	S	300	D	\$ 17.6308	30,749	D
Common stock	06/05/2008	S	254	D	\$ 17.64	30,495	D
Common stock	06/05/2008	S	100	D	\$ 17.66	30,395	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option	\$ 5.5259	06/04/2008		M	15,382	06/26/2004	12/26/2013	common stock	15,382
Stock option	\$ 5.5259	06/05/2008		M	56,897	06/26/2004	12/26/2013	common stock	56,897

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOK THOMAS A 3220 TILLMAN DRIVE SUITE 300 BENSALEM, PA 19020	X		President	

Signatures

/s/ Thomas A. Cook
06/06/2008

**Signature of Reporting Person
Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.