Hurlock David Form 4 January 04, 2018

FORM 4

Form 4 or

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction

1(b).

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 * Hurlock David

2. Issuer Name and Ticker or Trading Symbol

HEALTHCARE SERVICES GROUP INC [HCSG]

Issuer

below)

(Check all applicable)

Executive Vice President & COO

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Middle)

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

01/02/2018

Director 10% Owner X_ Officer (give title

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

3220 TILLMAN DRIVE, SUITE

(Street)

300

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BENSA.	LEM,	PA	190)2C
--------	------	----	-----	-----

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	01/02/2018		A	195	A	\$ 33.29	4,079	D	
Common Stock	01/04/2018		F	85	D	\$ 0	3,994	D	
Common Stock	01/03/2018		M	125	A	\$ 0	4,119	D	
Common Stock	01/04/2018		M	70	A	\$ 0	4,189	D	
Common Stock	01/04/2018		M	300	A	\$ 0	4,489	D	

Edgar Filing: Hurlock David - Form 4

Common Stock	01/04/2018	M	300	A	\$0	4,789	D
Common Stock	01/05/2018	M	225	A	\$ 0	5,014	D

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

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

SEC 1474 (9-02)

$\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$

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. Transacti Code (Instr. 8)	onDerivative		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 Share
Stock Option (right to buy)	\$ 52.06	01/04/2018		A	10,000		<u>(1)</u>	01/04/2028	Common Stock	10,000
Restricted Stock Units	(2)	01/04/2018		A	6,000		(3)	(3)	Common Stock	6,000
Restricted Stock Units	(2)	01/04/2018		M		300	<u>(4)</u>	<u>(4)</u>	Common Stock	300
Restricted Stock	<u>(2)</u>	01/03/2018		M		125	(5)	(5)	Common Stock	125
Restricted Stock	<u>(2)</u>	01/04/2018		M		70	<u>(7)</u>	<u>(7)</u>	Common Stock	70
Restricted Stock	<u>(2)</u>	01/04/2018		M		300	(8)	(8)	Common Stock	300
Restricted Stock	<u>(2)</u>	01/05/2018		M V	7	225	<u>(9)</u>	<u>(9)</u>	Common Stock	225
Phantom Stock	<u>(2)</u>	01/02/2018		A	331 (10)		(11)	<u>(11)</u>	Common Stock	331

Edgar Filing: Hurlock David - Form 4

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hurlock David

3220 TILLMAN DRIVE SUITE 300 BENSALEM, PA 19020

Executive Vice President & COO

Signatures

Michael Harrity, by Power of Attorney

01/02/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2018 grant date.
- (2) Shares issued at the conversion rate of 1-for-1.
- (3) These Restricted Stock Units shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2018 grant date.
- (4) These Restricted Stock Units shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2017 grant date
- (5) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 3, 2014 grant
- (6) This grant was made prior to the Reporting Person becoming a Section 16(a) filer, and as of the date of filing, a portion of this grant has already vested.
- (7) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2013 grant date.
- (8) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2016 grant date.
- (9) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 5, 2015 grant date.
- (10) Acquired pursuant to an Issuer contribution under the Healthcare Services Group, Inc. Deferred Compensation Plan.
- (11) Shares of Phantom Stock are payable in-kind following termination of the Reporting Person's employment with Issuer.

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.

Reporting Owners 3