

HEALTHCARE SERVICES GROUP INC

Form 4

June 13, 2013

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 *
MCCARTNEY JOSEPH F

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**

3. Date of Earliest Transaction
 (Month/Day/Year)
06/11/2013

____ Director ____ 10% Owner
 ____ Officer (give title ____X____ Other (specify
 below) below)
 Former Director

(Street)
BENSALEM, PA 19020

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
 Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	06/11/2013		M		3,125	A	\$ 6.0681	149,539	D
Common Stock	06/11/2013		S		3,125	D	\$ 22.85	146,414	D
Common Stock	06/11/2013		M		7,821	A	\$ 13.9267	154,235	D
Common Stock	06/11/2013		S		7,821	D	\$ 22.85	146,414	D
Common Stock	06/11/2013		M		7,179	A	\$ 13.9267	153,593	D

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Common Stock	06/11/2013	S	7,179	D	\$ 22.85	146,414	D
Common Stock	06/11/2013	M	12,000	A	\$ 10.3867	158,414	D
Common Stock	06/11/2013	S	12,000	D	\$ 22.85	146,414	D

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

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(9-02)

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 (right to buy)	\$ 6.0681	06/11/2013		M	3,125	06/27/2005 12/27/2014	Common Stock 3,125
Stock Option (right to buy)	\$ 13.9267	06/11/2013		M	15,000	01/03/2009 01/03/2018	Common Stock 15,000
Stock Option (right to buy)	\$ 10.3867	06/11/2013		M	12,000	01/05/2010 01/05/2019	Common Stock 12,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MCCARTNEY JOSEPH F 3220 TILLMAN DRIVE	Former Director

SUITE 300
BENSALEM, PA 19020

Signatures

/s/ John C. Shea, by Power of
Attorney

06/13/2013

__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.

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