Casey Diane S Form 4 August 17, 2017

FORM 4

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

Check this box if no longer subject to

Section 16.

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Last)

300

1. Name and Address of Reporting Person * Casey Diane S

(First)

(Street)

HEALTHCARE SERVICES GROUP INC [HCSG]

(Middle) 3220 TILLMAN DRIVE, SUITE

08/14/2017

2. Issuer Name and Ticker or Trading Symbol

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

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director Officer (give title below)

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

BENSALEM, PA 19020

(City)	(State)	(Zip) Tabl	le I - Non-D) erivative	Secur	ities 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. Transaction Code (Instr. 8)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/14/2017		M	1,000	A	\$ 17.5	1,000	D	
Common Stock	08/14/2017		M	1,000	A	\$ 23.5	2,000	D	
Common Stock	08/14/2017		M	1,000	A	\$ 28.02	3,000	D	
Common Stock	08/14/2017		M	1,000	A	\$ 30.3	4,000	D	
Common Stock	08/14/2017		M	1,001	A	\$ 34.14	5,001	D	

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Common Stock	08/14/2017	S	5,001	D	\$ 51	0	D
Stock							

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. Transactic 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)	\$ 17.5	08/14/2017		M	1,000	01/05/2017(1)	01/05/2022	Common Stock	1,000
Stock Option (right to buy)	\$ 23.5	08/14/2017		M	1,000	01/04/2018(2)	01/04/2023	Common Stock	1,000
Stock Option (right to buy)	\$ 28.02	08/14/2017		M	1,000	01/03/2019(3)	01/03/2024	Common Stock	1,000
Stock Option (right to buy)	\$ 30.3	08/14/2017		M	1,000	01/05/2020(4)	01/05/2025	Common Stock	1,000
Stock Option (right to buy)	\$ 34.14	08/14/2017		M	1,001	01/04/2021(5)	01/04/2026	Common Stock	1,001

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Casey Diane S

3220 TILLMAN DRIVE

SUITE 300

BENSALEM, PA 19020

Signatures

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

08/17/2017

**Signature of Reporting Person

Date

Explanation of Responses:

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

X

- ** 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 5, 2012 grant date.
- (2) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2013 grant date.
- (3) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 3, 2014 grant date.
- (4) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 5, 2015 grant date.
- (5) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2016 grant date.

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.

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