HEALTHCARE SERVICES GROUP INC
Form 4
June 05, 2007

FORM 4

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DISTEFANO JAMES L

(Last) (First) (Middle)

3220 TILLMAN DRIVE, SUITE 300

(Street)

BENSALEM, PA 19020

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Former CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock	06/01/2007		M		849	A	$ 5.6222	4,868	D	
Common stock	06/01/2007		M		22,502	A	$ 8.2889	27,370	D	
Common stock	06/01/2007		M		15,000	A	$ 13.6533	42,370	D	
Common stock	06/01/2007		M		6,649	A	$ 20.71	49,019	D	
Common stock	06/01/2007		S		2,000	D	$ 28.25	47,019	D	

Common stock	06/01/2007	S	1,500	D	$ 28.26	45,519	D
Common stock	06/01/2007	S	800	D	$ 28.27	44,719	D
Common stock	06/01/2007	S	100	D	$ 28.28	44,619	D
Common stock	06/01/2007	S	1,900	D	$ 28.3	42,719	D
Common stock	06/01/2007	S	100	D	$ 28.31	42,619	D
Common stock	06/01/2007	S	100	D	$ 28.33	42,519	D
Common stock	06/01/2007	S	3,500	D	$ 28.4	39,019	D
Common stock	06/01/2007	S	500	D	$ 28.41	38,519	D
Common stock	06/01/2007	S	1,600	D	$ 28.42	36,919	D
Common stock	06/01/2007	S	3,000	D	$ 28.43	33,919	D
Common stock	06/01/2007	S	200	D	$ 28.44	33,719	D
Common stock	06/01/2007	S	5,575	D	$ 28.45	28,144	D
Common stock	06/01/2007	S	1,100	D	$ 28.46	27,044	D
Common stock	06/01/2007	S	4,400	D	$ 28.47	22,644	D
Common stock	06/01/2007	S	4,225	D	$ 28.48	18,419	D
Common stock	06/01/2007	S	400	D	$ 28.49	18,019	D
Common stock	06/01/2007	S	6,900	D	$ 28.5	11,119	D
Common stock	06/01/2007	S	1,000	D	$ 28.51	10,119	D
Common stock	06/01/2007	S	100	D	$ 28.53	10,019	D
Common stock	06/01/2007	S	2,000	D	$ 28.58	8,019	D
	06/01/2007	S	1,600	D	$ 28.6	6,419	D

Common stock								
Common stock	06/01/2007		S	2,400	D	$ 28.61	4,019	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)

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	$ 5.6222	06/01/2007		M			849	06/13/2003	12/13/2012	common stock	849
Stock option	$ 8.2889	06/01/2007		M			22,502	06/26/2004	12/26/2013	common stock	22,502
Stock option	$ 13.6533	06/01/2007		M			15,000	06/27/2005	12/27/2014	common stock	15,000
Stock option	$ 20.71	06/01/2007		M			6,649	06/30/2006	12/30/2010	common stock	6,649

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DISTEFANO JAMES L 3220 TILLMAN DRIVE SUITE 300 BENSALEM, PA 19020				Former CFO

Signatures

/s/ James L. DiStefano	06/05/2007
**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.