

HEALTHCARE SERVICES GROUP INC  
 Form 4  
 June 16, 2008

**FORM 4**

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

OMB APPROVAL

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**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)  
 06/13/2008

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                    | 06/13/2008                           |  | M                              |   |   | 12,000 | A   | \$ 5.5259  | 42,395                            | D          |       |
| Common stock                    | 06/13/2008                           |  | S                              |   |   | 700    | D   | \$ 16.11   | 41,695                            | D          |       |
| Common stock                    | 06/13/2008                           |  | S                              |   |   | 300    | D   | \$ 16.1  | 41,395                            | D          |       |
| Common stock                    | 06/13/2008                           |  | S                              |   |   | 1,000  | D   | \$ 16.12   | 40,395                            | D          |       |
| Common stock                    | 06/13/2008                           |  | S                              |   |   | 2,100  | D   | \$ 16.15   | 38,295                            | D          |       |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common stock | 06/13/2008 | S | 1,300 | D | \$ 16.14 | 36,995 | D |
| Common stock | 06/13/2008 | S | 1,500 | D | \$ 16.13 | 35,495 | D |
| Common stock | 06/13/2008 | S | 900   | D | \$ 16.16 | 34,595 | D |
| Common stock | 06/13/2008 | S | 600   | D | \$ 16.17 | 33,995 | D |
| Common stock | 06/13/2008 | S | 100   | D | \$ 16.22 | 33,895 | D |
| Common stock | 06/13/2008 | S | 300   | D | \$ 16.19 | 33,595 | D |
| Common stock | 06/13/2008 | S | 100   | D | \$ 16.2  | 33,495 | D |
| Common stock | 06/13/2008 | S | 100   | D | \$ 16.24 | 33,395 | D |
| Common stock | 06/13/2008 | S | 100   | D | \$ 16.25 | 33,295 | D |
| Common stock | 06/13/2008 | S | 100   | D | \$ 16.28 | 33,195 | D |
| Common stock | 06/13/2008 | S | 500   | D | \$ 16.26 | 32,695 | D |
| Common stock | 06/13/2008 | S | 700   | D | \$ 16.29 | 31,995 | D |
| Common stock | 06/13/2008 | S | 900   | D | \$ 16.3  | 31,095 | D |
| Common stock | 06/13/2008 | S | 500   | D | \$ 16.32 | 30,595 | D |
| Common stock | 06/13/2008 | S | 200   | D | \$ 16.31 | 30,395 | 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 | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security |           |            | or Disposed of (D) (Instr. 3, 4, and 5) |           | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|---------------------|-----------|------------|---|-----------|------------------|-----------------|--------------|----------------------------|
|                     |           |            | Code                                    | V (A) (D) |                  |                 |              |                            |
| Stock option        | \$ 5.5259 | 06/13/2008 | M                                       |           | 06/26/2004       | 12/26/2013      | common stock | 12,000                     |

## Reporting Owners

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

## Signatures

/s/ Thomas A. Cook  
06/16/2008

\*\*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.