

HEALTHCARE SERVICES GROUP INC  
 Form 3  
 April 21, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Kush Andrew                             |         | (Month/Day/Year)                     | HEALTHCARE SERVICES GROUP INC [HCSG]                                       |  |
| (Last)                                    | (First) | (Middle)                             | 04/11/2017   |  |
| 3220 TILLMAN DRIVE,Â SUITE 300            |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| BENSALEM,Â PAÂ 19020                      |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Executive Vice President   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 660   | D  | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|                              | Date Exercisable  | Expiration Date  |              | Amount or Number of Shares |          | or Indirect (I) (Instr. 5) |   |
|------------------------------|-------------------|------------------|--------------|----------------------------|----------|----------------------------|---|
| Phantom Stock <sup>(1)</sup> | Â <sup>(2)</sup>  | Â <sup>(2)</sup> | Common Stock | 1,820                      | \$ 0     | D                          | Â |
| Restricted Stock             | Â <sup>(3)</sup>  | Â <sup>(3)</sup> | Common Stock | 140                        | \$ 0     | D                          | Â |
| Restricted Stock             | Â <sup>(4)</sup>  | Â <sup>(4)</sup> | Common Stock | 375                        | \$ 0     | D                          | Â |
| Restricted Stock             | Â <sup>(5)</sup>  | Â <sup>(5)</sup> | Common Stock | 800                        | \$ 0     | D                          | Â |
| Restricted Stock Units       | Â <sup>(6)</sup>  | Â <sup>(6)</sup> | Common Stock | 8,500                      | \$ 0     | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(7)</sup>  | 01/06/2021       | Common Stock | 2,000                      | \$ 16.11 | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(7)</sup>  | 01/05/2022       | Common Stock | 5,000                      | \$ 17.5  | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(8)</sup>  | 01/04/2023       | Common Stock | 5,000                      | \$ 23.5  | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(9)</sup>  | 01/03/2024       | Common Stock | 5,000                      | \$ 28.02 | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(10)</sup> | 01/05/2025       | Common Stock | 5,000                      | \$ 30.3  | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(11)</sup> | 01/04/2026       | Common Stock | 6,000                      | \$ 34.14 | D                          | Â |
| Stock Option (right to buy)  | Â <sup>(12)</sup> | 01/04/2027       | Common Stock | 6,000                      | \$ 39.38 | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Kush Andrew<br>3220 TILLMAN DRIVE<br>SUITE 300<br>BENSALEM, PA 19020 | Â             | Â         | Â Executive Vice President | Â     |

## Signatures

John C. Shea, by Power of Attorney  
04/21/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Acquired pursuant to an Issuer contribution under the Healthcare Services Group, Inc. Deferred Compensation Plan.
- (2) Shares of Phantom Stock are payable in-kind following termination of the Reporting Person's employment with Issuer.
- (3) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 3, 2014 grant date, and as such, 210 of these awards have already vested.
- (4) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 5, 2015 grant date, and as such, 250 of these awards have already vested.
- (5) These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2016 grant date, and as such, 200 of these awards have already vested.
- (6) These Restricted Stock Units shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2017 grant date.
- (7) These options have fully vested.
- (8) These options vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2013 grant date.
- (9) These options vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 3, 2014 grant date.
- (10) These options vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 5, 2015 grant date.
- (11) These options vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2016 grant date.
- (12) These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2017 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.

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