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MCCARTNEY DANIEL P

Form 4

August 22, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

300

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading MCCARTNEY DANIEL P Symbol

HEALTHCARE SERVICES

GROUP INC [HCSG]

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

3220 TILLMAN DRIVE, SUITE 08/22/2011

(Middle)

(Zip)

(First)

(State)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

10% Owner _X__ Director X_ Officer (give title Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

BENSALEM, PA 19020

		140	Table 1 Non Derivative Securities required, Disposed of, or Deficiently Owned						y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities Acquired (A Transactionor Disposed of (D)			` ′	5. Amount of 6. Securities Ov	6. Ownership	
(Instr. 3)	()	any	Code (Instr. 3, 4 and 5)				Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)	, ,	,		Owned Following	Direct (D) or Indirect	Ownership (Instr. 4)
					(A)		Reported	(I)	
					or		Transaction(s)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common stock	08/22/2011		M	203,371	A	\$ 1.8271	3,273,178	D	
Common stock	08/22/2011		M	49,754	A	\$ 2.0099	3,322,932	D	

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

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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. Transactio Code (Instr. 8)	5. Number of or 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 o Number o Shares
Stock option	\$ 1.8271	08/22/2011		M		203,371	06/04/2002	12/04/2011	common stock	203,371
Stock option	\$ 2.0099	08/22/2011		M		49,754	06/04/2002	12/04/2011	common stock	49,754

Reporting Owners

Reporting Owner Name / Address								
	Director	10% Owner	Officer	Other				
MCCADTNEY DANIELD								

MCCARTNEY DANIEL P 3220 TILLMAN DRIVE SUITE 300 BENSALEM, PA 19020

X Chief Executive Officer

Relationships

Signatures

/s/ Daniel P. 08/22/2011 McCartney

**Signature of Reporting 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.

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