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HEALTHCARE SERVICES GROUP INC

Form 4

November 30, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

Form 5 obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MCCARTNEY DANIEL P Issuer Symbol HEALTHCARE SERVICES (Check all applicable) **GROUP INC [HCSG]** 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director X_ Officer (give title Other (specify (Month/Day/Year) below) 3220 TILLMAN DRIVE, SUITE 11/28/2007 Chief Executive Officer 300 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

BENSALEM, PA 19020

(State)

(Zip)

(City)

| (City) | (State) | Tab | le I - Non-l | Derivative | Secur | ities Acqui | red, Disposed of, | or Beneficial | y Owned |
|--------------------------------------|---|-----|---|------------|------------------|--------------|--|---|---------------|
| 1.Title of Security (Instr. 3) | (Month/Day/Year) Execution Date, if any | | 3. 4. Securities Acquired (A) Transactioror Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | | 5. Amount of Securities Beneficially Owned Following | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (I) (Instr. 4) | |
| Common stock | 11/28/2007 | | G | 50,000 | D | \$ 21.25 | 2,794,598 | D | |
| Common stock | 11/28/2007 | | S | 48,711 | D | \$ 22.247 | 2,744,598 | D | |
| Common stock | 11/28/2007 | | <u>J(1)</u> | 1,884 | D | \$ 22.24 | 2,695,887 | D | |
| Common stock | | | | | | | 50,402 | I | Held by child |

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

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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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|--------------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | - | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | Title Number | Number | | |
| | | | | C-J- V | (A) (D) | | | | | | |
| | | | | Coue v | (A) (D) | | | 7 | Shares | | |

Reporting Owners

| Reporting Owner Name / | Addross | Relationships |
|------------------------|---------|---------------|
| | | |

Director 10% Owner Officer Other

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

X

Chief Executive Officer

Signatures

/s/ Daniel P.
McCartney
11/30/2007

**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).
- (1) Shares returned to Company, pursuant to revision of shares swapped to facilitate 8/20/2007 stock option exercise.

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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