# FORM 4

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
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| 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).

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*  Kush Andrew |            |  |   | suer Name <b>and</b> Tick ALTHCARE [ HCSG ]              |           | •     | •          | (Chec         | ationship of Report<br>k all applicable)<br>Director<br>Officer (give title | ng Person(s) to Issuer  10% Owner Other (specify below)  Vice President  |   |            |  |  |
|--|------------|--|---|--|-----------|-------|------------|---------------|---|--|---|------------|--|--|
| (Last) (First) (Middle) 3220 TILLMAN DRIVE         |            |  |   | ate of Earliest Trans                                    | action (M | onth/ | Day/Year)  | X             | below)  |  |   |            |  |  |
| SUITE 300 (Street) BENSALEM (City)                 | PA (State) | 19020<br>(Zip)                             | 4. If .   | 4. If Amendment, Date of Original Filed (Month/Day/Year) |           |       |            |               |   | Individual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |            |  |  |
|  |            | Table I - N                                | on-Derivative   | Securities Acq   | uired,    | Disp  | osed of, o | or Bene       | eficially   | Owned  |   |            |  |  |
| Date   |            | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | n Date, Transaction Code (Ins                            |           |       |            |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned                         | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |            |  |  |
|  |            |  |   |  | Code      | v     | Amount     | (A) or<br>(D) | Price   | Following Reported Transaction(s) (Instr. 3 and 4)   | (Instr. 4)  | (Instr. 4) |  |  |
| Common Stock                                       | ζ          |  | 01/04/2018  |  | М         |       | 1,700      | A             | \$ <mark>0</mark>   | 2,360  | D   |            |  |  |
| Common Stock 01/04/2                               |            |  | 01/04/2018  |  | F         |       | 484        | D             | \$ <mark>0</mark>   | 1,876  | D   |            |  |  |
| Common Stock 01/03/2                               |            |  | 01/03/2018  |  | M         |       | 70         | A             | \$0   | 1,946  | D   |            |  |  |
| Common Stock 01/05/2                               |            |  |   |  | М         | v     | 125        | I A           | \$0   | 2,071  | D   |            |  |  |
| Common Stock                                       | C          |  | 01/05/2018  |  |           | 1     | 123        | 1             | I **  | 2,071  | 1 -   | 1          |  |  |

| Table II - Derivative Securities Acq | uired, Disposed of, oı | r Beneficially Ow | ned |
|--------------------------------------|------------------------|-------------------|-----|
| (e.g., puts, calls, warrants,        | options, convertible   | securities)       |     |
|                                      |                        |                   |     |

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transac<br>Code (In<br>8) |   | 5. Num<br>Derivat<br>Securit<br>Acquir<br>or Disp<br>of (D) (<br>3, 4 and | ive<br>ies<br>ed (A)<br>osed<br>Instr. | 6. Date Exer<br>Expiration D<br>(Month/Day/ | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|---------------------------------|---|---|--|---|--------------------|---|--|--|--|---|--|
|   |   |  |   | Code                            | v | (A)   | (D)                                    | Date<br>Exercisable                         | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |  | Transaction(s)<br>(Instr. 4)   |   |  |
| Stock<br>Option<br>(right to<br>buy)                | \$52.06   | 01/04/2018                                 |   | A                               |   | 10,000  |  | (1)   | 01/04/2028         | Common<br>Stock   | 10,000                                 | \$0  | 10,000   | D   |  |
| Restricted<br>Stock<br>Units                        | (2)   | 01/04/2018                                 |   | A                               |   | 6,000   |  | (3)   | (3)                | Common<br>Stock   | 6,000                                  | \$0  | 6,000  | D   |  |
| Restricted<br>Stock<br>Units                        | (2)   | 01/04/2018                                 |   | М                               |   |   | 1,700                                  | (4)   | (4)                | Common<br>Stock   | 1,700                                  | \$0  | 6,800  | D   |  |
| Restricted<br>Stock                                 | (2)   | 01/03/2018                                 |   | М                               |   |   | 70                                     | (5)   | (5)                | Common<br>Stock   | 70                                     | \$0  | 70 <sup>(6)</sup>  | D   |  |
| Restricted<br>Stock                                 | (2)   | 01/04/2018                                 |   | M                               |   |   | 200                                    | (7)   | (7)                | Common<br>Stock   | 200                                    | \$0  | 600 <sup>(6)</sup>   | D   |  |
| Restricted<br>Stock                                 | (2)   | 01/05/2018                                 |   | М                               | V |   | 125                                    | (8)   | (8)                | Common<br>Stock   | 125                                    | \$0  | 250 <sup>(6)</sup>   | D   |  |
| Phantom<br>Stock                                    | (2)   | 01/04/2018                                 |   | A                               |   | 239 <sup>(9)</sup>  |  | (10)  | (10)               | Common<br>Stock   | 239                                    | \$52.72  | 2,059 <sup>(9)</sup>   | D   |  |

## Explanation of Responses:

- 1. These options shall vest and become exercisable at the rate of 20% annually, commencing on the first anniversary of the January 4, 2018 grant date.
- 2. Shares issued at the conversion rate of 1-for-1.
- 3. These Restricted Stock Units shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2018 grant date.
- 4. 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.

- 5. These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 3, 2014 grant date.
- 6. This grant was made prior to the Reporting Person becoming a Section 16(a) filer, and as of the date of filing, a portion of this grant has already vested.
- 7. These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 4, 2016 grant date.
- 8. These Restricted Stock Awards shall vest at the rate of 20% annually, commencing on the first anniversary of the January 5, 2015 grant date.
- 9. Acquired pursuant to an Issuer contribution under the Healthcare Services Group, Inc. Deferred Compensation Plan.
- 10. Shares of Phantom Stock are payable in-kind following termination of the Reporting Person's employment with Issuer.

### Remarks:

John C. Shea, by Power of Attorney 0

01/04/2018

\*\* Signature of Reporting Person

n Date

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

- \* 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.

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 Number.

#### POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of John Shea, Michael Harrity and Bobbi Jo Flannick signing singly, as the undersigned's true and lawful attorneys-in-fact to:

- 1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") relating to Healthcare Services Group, Inc. (the "Compa
- 2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and ti
- 3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it be
  The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and
  This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Comp
  IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of April, 2017.

Signature /s/ Andrew Kush

Print Name Andrew Kush