Edgar Filing: FIVE STAR QUALITY CARE INC - Form 4

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FIVE STAR QUALITY CARE INC Form 4 May 16, 2008						
FORM 4 UNITED STATES			OMB A	PPROVAL		
UNITED STATES	S SECURITIES AND EXCHANGE (Washington, D.C. 20549	COMMISSION	OMB Number:	3235-0287		
Check this box if no longer			Expires:	January 31, 2005		
subject to Section 16. Form 4 or	F CHANGES IN BENEFICIAL OW SECURITIES	NERSHIP OF	Estimated a burden hou response	average rs per		
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> MARTIN GERARD M	2. Issuer Name and Ticker or Trading Symbol FIVE STAR QUALITY CARE INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	[AMEX "FVE"]					
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X_ Director10% Owner Officer (give titleOther (specify below) below)				
C/O FIVE STAR QUALITY CARE, INC., 400 CENTRE STREET	05/15/2008		0010 (())			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEWTON, MA 02458		Form filed by Mo Person	ore than One Re	porting		
(City) (State) (Zip)	Table I - Non-Derivative Securities Acc	uired, Disposed of,	or Beneficial	ly Owned		
(Instr. 3) any	on Date, if TransactionAcquired (A) or Code Disposed of (D) /Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)	SecuritiesIBeneficially(OwnedI	5. Ownership Form: Direct D) or indirect (I) Instr. 4)			
Common	Or Code V Amount (D) Price	(Instr. 3 and 4)				
05/15/2008 Stock	A 5,250 A (1)	148,250 I	C			
Common Stock		12,371.9 I	[See Footnote (2)		

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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
MARTIN GERARD M C/O FIVE STAR QUALITY CARE, INC. 400 CENTRE STREET NEWTON, MA 02458		Х					
Signatures							
/s/ Gerard M. Martin	05/15/2008						
<u>**</u> 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).
- (1) Transaction reported is grant of shares pursuant to issuer's incentive share award plan or plans.
- (2) The Rye, Inc., a corporation of which Mr. Martin is the sole sherholder, holds these 12,371.9 shares.

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.