FORM 4

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

OMB APPRO	VAL
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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 OF SECURITIES

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

1. Name and Address of Reporting Person * MCINERNEY THOMAS (Last) (First) (Middle) 1 HSN DRIVE (Street) ST. PETERSBURG, FL 33729			2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)X_ Director10% Owner						
			3. Date of Earliest Transaction (Month/Day/Year) 05/19/2009						Officer (give	e title below)	Oth	er (specify below	r)		
			4	4. If Amendment, Date Original Filed(Month/Day/Year)					_X_	6. Individual or Joint/Group FilingCheck Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person)	
(City) (State) (Zip)			(Zip)	Table I - Non-Derivative Securities Acqu					s Acquired	lired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	any	Date, if	te, if Code (Instr.				f (D) Owned Follow Transaction(s)				Ownership o Form:	. Nature of Indirect Beneficial
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Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MCINERNEY THOMAS 1 HSN DRIVE ST. PETERSBURG, FL 33729	X					

Signatures

/s/ Linda C. Frazier, as attorney-in-fact	05/21/2009
**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) Represents a grant of HSNI restricted stock units pursuant to HSNI's Second Amended and Restated 2008 Stock and Annual Incentive Plan. The terms of the grant provide for vesting in equal installments over two years on the anniversary of the grant date which was May 19, 2009.
- (2) Vested shares will be delivered shortly after vesting.

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.