# FORM 4

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

OMB APPI	ROVAL
OMB Number:	3235-028
Estimated average	burden

0.5

hours per response..

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

(11iii oi 1ype	e Responses)									t					
1. Name and Address of Reporting Person *- BOUSQUET CHAVANNE PATRICK			2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_Director						
C/O HSN,		(First) SN DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 05/19/2009			Officer (give	e title below)	Othe	(specify below)					
(Street) ST. PETERSBURG, FL 33729			4	4. If Amendment, Date Original Filed(Month/Day/Year)					_X_	6. Individual or Joint/Group Filing(Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)		(State)	(Zip)	Table I - Non-Derivative Securities Acqu					s Acquired	uired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	any	eemed tion Date, if	(Instr. 8)		(A) or Disposed or		f (D) Owned Follow Transaction(s)		Securities Beneficially ving Reported		Ownership of	Nature f Indirect eneficial	
				(Month/D	Day/Yea		Code	V Amou	(A) or (D)	(Ins	(Instr. 3 and 4) Direct (D) or Indirect (I)		r Indirect (I	wnership nstr. 4)	
Reminder: Re	eport on a sep	94440 1110 101 0401						Persons wi in this form displays a	n are not re	equired to	respond	unless the	ion containe form	ed SEC 14	74 (9-02)
Reminder: Re	eport on a sep	941440 11110 101 04011												d SEC 14	74 (9-02)
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction	3A. Deemed Execution Date, it	4. Transact	tion of Se	warran Numbe Deriva curities	acquirents, oper fative H	in this form displays a ed, Disposed otions, conver	of, or Benertible securisable and	ricially Ow of Title and of Underly Securities	respond control n ned d Amount /ing	8. Price of Derivative Security	9. Number of Derivative Securities	10. Ownership Form of	11. Natu of Indire Benefici
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date, it	4. Transact	5. tion of Se or of (Ir	warrai Numbe Deriva	acquirents, oper fative H	in this form displays a ed, Disposed otions, conver 5. Date Exerci Expiration Da	of, or Benertible securisable and	equired to valid OMB ficially Ow ities)  7. Title and of Underly	respond control n ned d Amount /ing	8. Price of Derivative	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Natu of Indire Benefici Ownersh (Instr. 4)
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution Date, it	4. Transact	tion of Se ) According (Ir an	Number Derivation of the Country of	acquirents, oper 6 fative I (A) sed 4, I	in this form displays a ed, Disposed otions, conver 5. Date Exerci Expiration Da	of, or Benertible securisable and	ricially Ow of Title and of Underly Securities	respond control n ned d Amount /ing	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Natu of Indire Benefici Ownersh (Instr. 4)

# **Reporting Owners**

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
BOUSQUET CHAVANNE PATRICK C/O HSN, INC. 1 HSN DRIVE ST. PETERSBURG, FL 33729	X				

### **Signatures**

/s/ Linda C. Frazier, at 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.