FORM	4
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(Duling

ſ	Check this box if no
	longer subject to
	Section 16. Form 4 or
	Form 5 obligations may
	continue. See
	Instruction 1(b)

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Instruction 1(b). Company Act of 1940

1. Name and Address of Re FOLLO JAMES M	2. Issuer Name and HSN, Inc. [HSNI]		ading	Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) 1 HSN DRIVE	(First)		 Date of Earliest Transaction (Month/Day/Year) 08/20/2009 					Officer (give title below) Othe	er (specify below	<u>v)</u>		
ST. PETERSBURG, I	4	4. If Amendment, Dat	e Original Fi	iled(M	lonth/Day/Yea	r)	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					ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	Execution Date, if any	3. Transacti Code (Instr. 8)	on	(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form:	7. Nature of Indirect Beneficial	
			(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock, par v	alue \$0.01	08/20/2009		M ⁽¹⁾		3,966 (1)	А	\$ 0	3,966	D		

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

Persons who respond to the collection of information contained in SEC 1474 (9-02) this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

_	(e.g., puts, calls, warrants, options, convertible securities)														
	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	ion	of Deri Secu Acq (A) Disp of (I	ivative urities uired or bosed D) tr. 3, 4,	6. Date Exercisab Date (Month/Day/Year	of Underlying			Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ⁽²⁾	\$ 0	08/20/2009		М			3,966	08/20/2009 ⁽²⁾		Common Stock, par value \$0.01	3.966	\$ 0	14,254	D	

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
FOLLO JAMES M 1 HSN DRIVE ST. PETERSBURG, FL 33729	Х						

Signatures

/s/ Linda C. Frazier, as attorney-in-fact	08/21/2009
***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 shares of HSN, Inc. common stock acquired upon the vesting of restricted stock units.

(2) The terms of the initial award provide that the restricted stock units vest in two equal installments on August 20, 2009 and August 20, 2010.

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.