FORM 4

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

OMB APPROVAL
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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

(Print or Type	e Responses)																			
Name and Address of Reporting Person * BOYD MICHAEL C				2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner									
(Last) (First) (Middle) 1 HSN DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 03/20/2013									ve title below)		% Owner ther (specify b	elow)				
(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 Form filed by More than One Reporting Person									
ST. PETE	RSBURG,	FL 33729												'	om med o	y wiore than On	c reporting ren	son		
(City)		(State)	(Zip)				Ta	ble I -	Non	-Der	ivativ	e Securit	ies Acqu	ired	, Dispose	d of, or Ben	eficially Ow	ned		
1.Title of Security (Instr. 3)		I	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if) any (Month/Day/Year)		e, if	(Instr. 8		(A)		Securities Acquired) or Disposed of (D) str. 3, 4 and 5)		Transaction(s)			Form:	of I Ber	7. Nature of Indirect Beneficial	
							ear)	Code		v	Amou	(A) o		(Instr. 3 and 4)					rnership str. 4)	
Common S per share	Stock, par	value \$0.01	03/20/2013					A			43	A	\$ 0	10,	819 (1)			D		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date	4. 5. Nu Code of Gear) (Instr. 8) De Se Ac (A Di of (Instr. 8) Code of (Instr. 8) Di of (Instr. 8) Di of (Instr. 8)		5. Nur of Der Sec Acq (A) Disj	Number of Derivative Securities Acquired A) or Disposed of (D) Instr. 3,		and Expiration Date (Month/Day/Year) of U			7. Title of Unde	ities) Title and Amount f Underlying ecurities [Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	Owners Form of Derivati Security Direct (or Indire	of tive ty: (D) rect	Ownersh (Instr. 4) D)	
					Code	V	(A)	(D)	Dat Exe	te ercisa		xpiration late	Title		Amount or Number of Shares					
Restricted Stock Units	\$ 0	03/20/2013			A		11			(2)		<u>(2)</u>	Comm Stock par va \$0.01 share	k, lue per	11	\$ 0	3,175 (3) D		
Restricted Stock Units	\$ 0	03/20/2013			A		9			(2)		(2)	Comm Stock par va \$0.01 share	k, lue per	9	\$ 0	2,744 (4	D D		

Reporting Owners

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

Signatures

/s/ Linda C. Frazier, as attorney-in-fact	03/22/2013	
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) Includes 43 shares issued to the reporting person in connection with the reinvestment of cash dividends declared by the company effective March 20, 2013.
- (2) The rights accrued when and as the cash dividends were reinvested in securities and are exercisable and expire on the same terms as the securities to which they relate.
- (3) Represents 3,116 restricted stock units ("RSUs") originally granted May 17, 2011, along with additional RSUs issued in connection with subsequently declared cash dividends.
- (4) Represents 2,712 RSUs originally granted May 18, 2012, along with additional RSUs issued in connection with subsequently declared cash dividends.

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.