FORM 4

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

| OMB APPRO | VAL |
|-----------------------|------------|
| OMB Number: | 3235-0287 |
| Estimated average but | rden |
| hours per response | 0.5 |

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

| (| pe Responses | 5) | | | | | | | | | | | | | |
|--|---|-----------------------|--|--|---|---|--|--|--------------------------------------|---|--|---------------------------------|---|---|--|
| 1. Name and Address of Reporting Person* FOLLO JAMES M | | | 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) 06/18/2014 | | | | | | _ | Officer (gi | ve title below) | Oth | er (specify belo | w) | |
| (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 lired, Disposed of, or Beneficially Owned | | | | |
| ST. PETERSBURG, FL 33729 (City) (State) (Zip) | | | Table I - Non-Derivative Securities Acqu | | | | | | es Acquire | | | | | | |
| 1.Title of Son (Instr. 3) | ecurity | | 2. Transaction Date (Month/Day/Year) | 2A. Deem Execution any (Month/D | Date, if | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | of (D) B | 5. Amount of Securities Beneficially Owned F Reported Transaction((Instr. 3 and 4) | | owing (| Ownership of Form: | 7. Nature of Indirect Beneficial Ownership |
| | | | | (WOHLI)/D | ay/1 car) | Code | V | Amount | (A) or (D) | ì | msu. 3 and | ") | (| or Indirect I) Instr. 4) | |
| | _ | r value \$0.01 | 06/18/2014 | | | A | | 100.393 | A | \$ 0 2 | 2,957.56 | 1 (1) |] |) | |
| Reminder: 1 | Report on a s | eparate line for each | ch class of securities | beneficiall | ly owned | directly | Pers cont | ons who i | his for | m are no | t required | of informato respon | d unless the | | 474 (9-02) |
| 1 | Report on a s | eparate line for each | ch class of securities | beneficiall | ly owned | directly | Pers cont | ons who i | his for | m are no | t required | to respon | d unless the | | 474 (9-02) |
| Reminder: I | 2. Conversion or Exercise Price of | 3. Transaction Date | Table II - | Derivative (e.g., puts, 4. f Transact Code | e Securiti calls, wa 5. N ion of D Secu | es Acqu arrants, umber erivative urities uired (A | Pers cont form ired, Di options, 6. Date and Ex (Mont | ons who i ained in tl displays | or Bendle securite | m are no ently vali eficially O | t required id OMB co | to respon entrol num | 9. Number o Derivative Securities Beneficially | 10. Ownersh Form of Derivativ | 11. Natu ip of Indire Beneficie Ownersh |
| Reminder: I 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date | Table II - | Derivative (e.g., puts, 4. f Transact Code | 5. N Securiticalls, was 5. N Securitical Securities of D Securities of Control of (I | ies Acquarrants, umber erivative urities uired (A isposed D) r. 3, 4, | Pers cont form ired, Di options, 6. Date and Ex (Mont | ons who is ained in the displays sposed of, convertible Exercisab spiration Da | or Bendle securite | m are no ently valided in the efficially Orities) 7. Title and of Underly Securities | t required id OMB co | 8. Price of Derivative Security | 9. Number o Derivative Securities Beneficially Owned Following Reported Transaction(| To Ownersh Form of Derivativ Security: Direct (I or Indire s) (I) | 11. Natu of Indire Benefici Ownersh (Instr. 4) |
| Reminder: I 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative | 3. Transaction Date | Table II - | Derivative (e.g., puts, 4. f Transact Code | se Securiticalls, was security of D Security of D of (I (Inst | des Acquarrants, number erivative urities uired (A isposed)) r. 3, 4, 5) | Pers cont form ired, Di options, 6. Date Date Exerci | ons who is ained in the displays sposed of, convertible exercisable spiration Day/Year | or Bende secur le secur le tte | m are no ently valided in the efficially Orities) 7. Title and of Underly Securities | t required id OMB co | 8. Price of Derivative Security | 9. Number o Derivative Securities Beneficially Owned Following Reported | To 10. Ownersh Form of Derivativ Security: Direct (I or Indire | 11. Natu of Indire Benefici Ownersh (Instr. 4) |

Reporting Owners

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

Signatures

| /s/ Harold Herman, as | attorney-in-fact | 06/20/2014 |
|-----------------------|------------------|------------|
| **Signature of Repor | ting 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 100.393 shares issued to the reporting person in connection with the reinvestment of cash dividends declared by the company effective June 18, 2014.
- (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.

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.