FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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	responses															
1. Name and Address of Reporting Person* Brand William C				2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]						5. R	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% OwnerOther (give title below) Other (specify below) Chief Marketing Officer					
(Last) (First) (Middle) C/O HSN, INC., 1 HSN DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 09/17/2014						X						
(Street) ST. PETERSBURG, FL 33729				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						Acquired	uired, Disposed of, or Beneficially Owned					
1.Title of Security 2. Transaction Date (Month/Day/Ye				Date, if	(Instr.		4. Securities Acquired (A) or Disposed of (D)			D) Ow Tra	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		ed	Ownership Form:	7. Nature of Indirect Beneficial	
				(Month/Day/Ye		Cod	e V	7 Amo		or D) Pr	Price	or (I)		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common S	Stock, par	value \$0.01	09/17/2014			A		111.	309 A	\$	30 37	7,995.559 (1)			D	
Reminder: Re	eport on a sep	parate fille for eac.					Pe	rsons v ntained	in this	orm a	are not i	required	of informa to respond ntrol numb	d unless the		1474 (9-02)
Reminder: Re	eport on a sep	parate fille for eac.					Pe	rsons v ntained	in this	orm a	are not i	required	to respond	d unless the		1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction	Table II - 3A. Deemed Execution Date,	Code	5. I ion of l Sec Ac	arrants. Number Derivation of the control of the co	Pe conformuired, option 6. I and (McA)	rsons v ntained m displ Disposed ns, conve	in this is ays a condition of, or Bertible servisable on Date	enefici curities 7. Tof U	are not of the state of the sta	required OMB convened	to respond ntrol numbers	9. Number of Derivative Securities Beneficially	f 10. Owners Form of Derivati	11. Natu of Indire Benefici ve Ownersl
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date	Table II - 3A. Deemed Execution Date, any	4. Transacti	5. Notes that the second of th	arrants. Number Derivation	Pe conformuired, option 6. I and (McA)	rsons wentained m display Disposed is, converted Exercised Expirations of the converted Expirations of	in this is ays a condition of, or Bertible servisable on Date	enefici curities 7. Tof U	cially Owes) Title and Underlyicurities	required OMB convened	8. Price of Derivative Security	9. Number of Derivative Securities	f 10. Owners Form of Derivati Security Direct (or Indir	11. Naturnip of Indire Benefici ove Ownersl (Instr. 4)
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, any	4. Transacti	5. I sec Acc or I of ((In:	arrants, Number Derivati curities quired (A Disposed (D) str. 3, 4, 15)	Pe col for uired, option 6. I and (Mo	rsons w ntained m displ Disposed s, converted Date Exe Expirationth/Day	in this is ays a cut of, or Bertible sercisable on Date (/Year)	form a furrentl fenefici curities 7. T of U Sec (Ins	are not a tily valid valid valid valid vess) Title and Underlyi curities astr. 3 and	required OMB convened	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Owners Form of Derivati Security Direct (or Indir	11. Naturof Indire Benefici Ownersi (Instr. 4)

			Relationships						
Reporting Owner Name /	Address	Director	10% Owner	Officer	Other				
Brand William C C/O HSN, INC. 1 HSN DRIVE ST. PETERSBURG, F.	L 33729			Chief Marketing Officer					

Signatures

/s/ Harold Herman, as attorney-in-fact	09/19/2014
**Signature of Reporting Person	Date

Explanation of Responses:

 \star 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 111.309 shares issued to the reporting person in connection with the reinvestment of cash dividends declared by the company effective September 17, 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.