FORM 4

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

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

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

(Finit of Type	e Responses)														
Name and Address of Reporting Person SCHMELING JUDY				2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]						5.	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) CFO				
(Last) (First) (Middle) C/O HSN, INC., 1 HSN DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 09/17/2014												
(Street) ST.PETERSBURG, FL 33729				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				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acqu						s Acquire	lired, Disposed of, or Beneficially Owned				
(Instr. 3)		2. Transaction Date (Month/Day/Year)		te, if	3. Transac Code (Instr. 8)	(A) or Disposed of		f (D) C	Owned Follow Fransaction(s			Form:	7. Nature of Indirect Beneficial		
				(Month/Day/Year		Code	V	Amount (A) or (D)		<u> </u>			Ownership (Instr. 4)		
Common S	Stock, par	value \$0.01	09/17/2014			A	1	81.005	A	\$ 0 4	3,492.458	(1)	1)	
Reminder: Re	eport on a sep	parate line for each	i class of securities	beneficially ow	vned d	inectry of	Person contai	s who r ned in th	is forn	n are no	collection of required id OMB co	to respond	d unless the		1474 (9-02)
Reminder: Re	eport on a sep	parate line for each	class of securities	belieficially ow	vnea c	incetty of		•							
1. Title of Derivative	2. Conversion	3. Transaction	Table II - 3A. Deemed Execution Date,	Derivative Sequence (e.g., puts, call	curition (see Section 1) 5. N	es Acquir rrants, op umber derivative	Person contai form of red, Disp otions, c	ns who represent the second of	or Bene e securi	n are no ently vali ficially O ities) 7. Title ar of Underl	ot required id OMB con Owned Ind Amount liying	8. Price of Derivative	9. Number o	f 10. Owners	11. Natu
1. Title of	2. Conversion	3. Transaction	Table II - 3A. Deemed Execution Date,	Derivative See (e.g., puts, call 4. Transaction Code	5. No of Do Security Acquired of (I	es Acquir rrants, or umber errivative urities uired (A) bisposed D) tr. 3, 4,	Person contai form of red, Disp otions, c	ns who represent the second of	or Benerate securione secu	n are no ently valificially Cities) 7. Title a	ot required of the control of the co	to respond ntrol numb 8. Price of	d unless the oper. 9. Number o	f 10. Owners Form of Derivat Security Direct (or Indir	11. Nature of Indire Benefic: Owners! (Instr. 4
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction	Table II - 3A. Deemed Execution Date, any	Derivative See (e.g., puts, call 4. Transaction Code	5. No of D Sector Acq or D of (I (Inst	es Acquir rrants, or umber berivative urities uired (A) bisposed D) tr. 3, 4, 5)	Persoi contai form d ed, Disp tions, c 6. Date and Exp (Month	ns who r ned in the isplays cosed of, one convertible Exercisate piration D (Day/Year	or Bene e securiole atte r)	n are no ently validities) 7. Title are of Underly Securities	ot required of the control of the co	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Owners Form of Derivat Security Direct (or Indir	11. Natu of Indire Benefic ve Owners: (Instr. 4

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
SCHMELING JUDY C/O HSN, INC. 1 HSN DRIVE ST.PETERSBURG, FL 33729			CFO			

Signatures

/s/ Harold Herman, as attorney-in-fact	09/19/2014
**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 181.005 shares issued to the reporting person in connection with the reinvestment of cash dividends declared by the company effective September 17, 2014.
- 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.