FORM	4
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 F Attinella Michael]	2. Issuer Name and HSN, Inc. [HSNI		radin	g Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
C/O HSN, INC., 1 H	(First) SN DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 02/10/2015						X_Officer (give title below)Other (specify below) Chief Accounting Officer			
ST. PETERSBURG,	2	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 Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transact Code (Instr. 8)		(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect	Beneficial Ownership	
				Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)		

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

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

(e.g., puts, calls, warrants, options, convertible securities)																
Security (Instr. 3)	Conversion	(Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion)	5. Numbo of Deriva Securities Acquired or Dispos of (D) (Instr. 3, and 5)	tive s (A) sed	(Month/Day	Date	7. Title and Amount of Underlying Securities		Derivative	curity Securities str. 5) Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial	
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	Instr. 4) (Ins	(Instr. 4)	
Stock Appreciation Rights	\$ 65.24	02/10/2015		А		14,066		<u>(1)</u>	02/10/2025	Common Stock, par value \$0.01 per share		\$ 0	14,066	D		
Restricted Stock Units	<u>(2)</u>	02/10/2015		А		1,472		(3)	<u>(3)</u>	Common Stock, par value \$0.01 per share		\$ 0	1,472	D		

Reporting Owners

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Attinella Michael C/O HSN, INC. 1 HSN DRIVE ST. PETERSBURG, FL 33729			Chief Accounting Officer	

Signatures

/s/ Harold Herman, as attorney-in-fact	02/12/2015
**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) The Stock Appreciation Rights vest annually, in equal installments, over a three-year period beginning on February 10, 2016.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of HSN, Inc. common stock.
- (3) All of such Restricted Stock Units vest on Febuary 10, 2018. Shares will be delivered on a one-for-one basis shortly after vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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