FORM 4

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

OMB APPROVAL					
OMB Number:	3235-0287				
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houre ner reenonee	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

1. Name and Address of Reporting Person * MARTINEZ ARTHUR C			2. Issuer Name and Ticker or Trading Symbol HSN, Inc. [HSNI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)X_ Director10% Owner						
C/O HSN	*	(First) ISN DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/19/2015			-	Officer (give t	itle below)	Other (specify below)			
(Street) ST. PETERSBURG, FL 33729			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) 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/Ye		Deemed ution Date, i	(Instr.	(A) or Disposed		of (D) Ov 5) Tr	wned Followin ransaction(s)			Ownership of I Form: Ber	Nature Indirect eneficial
				(Mon	nth/Day/Year	Cod	e V A	(A) o	or	(Instr. 3 and 4)		Ot (I	irect (D) O Indirect (Indirect (D) (Indirect	
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Reminder: 1	Report on a s	eparate line for each	class of securities b	eneficial	ily owned di	cetty of		who respo	nd to the c	collection of	informatio	n contained	SEC 14	74 (9-02)
1. Title of Derivative	2. Conversion	3. Transaction	Table II 3A. Deemed Execution Date, if	- Deriva (e.g., p	ative Securi outs, calls, w 5. Num tion Deriva	ties Acquarrants,	Persons in this for a current tired, Disposoptions, corol. 6. Date Exand Expira	orm are not tly valid OM sed of, or Ben vertible secu ercisable ttion Date	required to AB control neficially Overities) 7. Title and Underlying	o respond un number. wned I Amount of g Securities	8. Price of Derivative	9. Number of Derivative	10. Ownership	11. Na
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1. Title of	2. Conversion or Exercise Price of Derivative	3. Transaction	Table II 3A. Deemed Execution Date, if any	- Deriva (e.g., p 4. Transac Code	sative Securiouts, calls, we securite to Acquir Dispos (Instr	ties Acquarrants, ber of ive es ed (A) or ed of (D)	Persons in this for a current sired, Disposoptions, core 6. Date Example (Month/Date Exercise)	orm are not tly valid ON sed of, or Bei vertible secuercisable tition Date ty/Year)	required to MB control meficially Overities) 7. Title and Underlying (Instr. 3 and	o respond un number. wned I Amount of g Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Na of Indi Benefi Owner (Instr.

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MARTINEZ ARTHUR C C/O HSN INC. 1 HSN DRIVE ST. PETERSBURG, FL 33729	X					

Signatures

/s/ Harold Herman, as attorney-in-fact	02/23/2015
**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 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.