FORM 4

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

OMB APPR	OVAL
OMB Number:	3235-0287
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houre per 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 * MCINERNEY THOMAS			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						
1 HSN D		(First)	(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) 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					cially Owned						
1.Title of So (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Yea	Execu any	Deemed ecution Date	ce, if Coo	Fransa de str. 8)	(A)	4. Securities Acquire (A) or Disposed of (Instr. 3, 4 and 5)		5. Amount of Securities Beneficiall Owned Following Reported Transaction(s) (Instr. 3 and 4)		O Fo	wnership o	7. Nature of Indirect Beneficial Ownership
			(, -		Code	V An	(A) continue (D)	or	(mon. 5 and 1)		or (I	Indirect (1		
Reminder: 1	Report on a s	eparate line for each	class of securities b	eneficial	lly owned	directly	or me	Persons in this fo		required to	o respond ui		on contained form displays		174 (9-02)
Reminder: 1	Report on a s	eparate line for each				•		Persons in this fo a current	rm are not ly valid ON	required to IB control	o respond ui number.				174 (9-02)
1. Title of Derivative	2. Conversion or Exercise Price of	3. Transaction Date	Table II 3A. Deemed Execution Date, if	- Deriva (e.g., p 4. Transac Code	ative Seconts, calls 5. N Der Seconts Acquire	eurities A s, warran Number orivative urities quired (A)	cquir nts, op f	Persons in this fo a current	rm are not ly valid ON ed of, or Ber vertible secu crcisable ion Date	required to IB control neficially Overities)	o respond unumber. wned Amount of Securities	8. Price of		10.	11. Natu p of Indire Benefici
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction	Table II 3A. Deemed Execution Date, if any	- Deriva (e.g., p 4. Transac Code	sative Secouts, calls 5. N Der Seco Acq	eurities A s, warran Number or ivative urities	cquir nts, op f	Persons in this fo a current red, Disposo otions, conv 6. Date Exe and Expirat	rm are not ly valid ON ed of, or Ber vertible secu crcisable ion Date	required to IB control neficially Overities) 7. Title and Underlying	o respond unumber. wned Amount of Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownershi Form of Derivative Security: Direct (D) or Indirec	11. Natu p of Indire Benefici Ownersh (Instr. 4)
1. Title of Derivative Security	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 Sec outs, calls 5. N Der Sec Sec Disj (Ins	Surities As, warran Jumber orivative urities quired (A)	cquir nts, op f	Persons in this fo a current red, Disposo otions, conv 6. Date Exe and Expirat	rm are not ly valid ON ed of, or Ber vertible securcisable ion Date y/Year)	required to IB control neficially Overities) 7. Title and Underlying	o respond unumber. wned Amount of Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Ownershi Form of Derivative Security: Direct (D) or Indirec	11. Natu p of Indire Benefici Ownersh (Instr. 4)

Reporting Owners

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
MCINERNEY THOMAS 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.