longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person * MORSE JOHN B JR			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					
	(Last) (First) (Middle) O HSN, INC., 1 HSN DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 02/19/2015					-	Officer (give t	itle below)	Other	(specify belo	w)
(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					
(Cit	(City) (State) (Zip)			Table I - Non-Derivative Securities Acqu					ities Acquir	nired, Disposed of, or Beneficially Owned				
1.Title of S (Instr. 3)	Title of Security Instr. 3)		2. Transaction Date (Month/Day/Yea	Execu ar) any		3. Transa Code (Instr. 8)	(A	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Transaction(s) (Instr. 3 and 4)		C	Ownership form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(Month/Day/Yea		Code	VA	mount (A)	or			0	Direct (D) r Indirect I) Instr. 4)	
	Stock, par	r value \$0.01 per	02/19/2015			A	6	09.57 A	\$ 0 5	2,795.082 ⁽¹	Ŋ	Γ)	
Reminder:	Report on a s	separate line for each	class of securities b	eneficial	ly owned dire	ctly or inc	Persons in this fo	orm are no	t required t	collection of o respond ur				1474 (9-02)
	Report on a s	separate line for each		- Deriva	itive Securiti	es Acquii	Persons in this fo a curren	orm are no itly valid O	t required t MB control meficially O	o respond ur number.				1474 (9-02)
Reminder:	2. Conversion	3. Transaction Date		- Deriva (e.g., p 4. Transact Code	ative Securitiuts, calls, wa 5. Numb Derivativ	es Acquin rrants, o er of ve ss 1 (A) or 1 of (D)	Persons in this fo a curren	orm are no itly valid O sed of, or Bo evertible sec ercisable ttion Date	t required to the medicially Ourities) 7. Title and	o respond ur number. wned		9. Number of Derivative Securities Beneficially Owned Following Reported	To 10. Owners Form of Derivate Security Direct (or Indire	11. Nat hip of Indir Benefic ve Owners (Instr. 4
Reminder:	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II 3A. Deemed Execution Date, if any	- Deriva (e.g., p 4. Transact Code	stive Securiti uts, calls, wa 5. Numb Derivativ Securitie Acquired Disposed (Instr. 3,	es Acquin rrants, o er of ve s d (A) or d of (D) 4, and	Persons in this for a current red, Dispos ptions, con 6. Date Ex and Expira	orm are no ottly valid O sed of, or Bo vertible sec ercisable tition Date ay/Year)	required to MB control oneficially Ourities) 7. Title and Underlying (Instr. 3 and	o respond ur number. wned	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	To 10. Owners Form of Derivate Security Direct (or Indire	11. Nat of Indir Benefic Owners (Instr. 4

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MORSE JOHN B JR 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).
- Includes 609.570 deferred share units issued to the reporting person in connection with the reinvestment of cash dividends declared by the company effective February 19, 2015.
- (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.