FORM 4

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

OMB APPE	ROVAL
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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

Name and Address of Reporting Person * Sarnoff Ann			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						
C/O HSN	*	(First) HSN DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 02/19/2015			-	Officer (give	e title below)	Other	(specify below	<i>i</i>)			
(Street) SAINT 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, Dispo					ed. Disposed	sed of, or Beneficially Owned					
1.Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	any	on Date, i	3. T Cod (Ins	ransac	etion 4. S	Securities Acquired or Disposed of (D) str. 3, 4 and 5)		Amount of Solvened Follow ransaction(s)	Securities Be	eneficially 6	wnership orm:	. Nature f Indirect Beneficial
				(Month/	Day/Yea		Code	V Am	ount (A) or	l ì	(Instr. 3 and 4)		0	Direct (D) Ownership or Indirect (I) (Instr. 4)	
Reminder: 1	report on a s										collection of		tion containe e form	ed SEC 1	474 (9-02)
Reminder:	report on a s							in this for	rm are not	required		unless the		ed SEC 1	474 (9-02)
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, if	4. Transac Code	5. N tion Deri Secu Acq or D		of (a)	in this for displays ed, Dispose	rm are not a currently ed of, or Ber vertible securcisable ion Date	required valid ON neficially (prities)	to respond B control n Owned ad Amount ying	unless the number.	9. Number of Derivative Securities Beneficially Owned	10. Ownersh Form of Derivativ Security:	11. Natur of Indired Beneficia Ownersh (Instr. 4)
1. Title of Derivative Security	2. Conversion or Exercise Price of	3. Transaction Date	Table II - 3A. Deemed Execution Date, if any	4. Transac Code	s, calls, v 5. N Deri Secu Acq or D (D) (Inst	umber vative varities uired (vispose er. 3, 4,	cquire ats, op of (a a (A) d of	in this for displays ed, Dispose tions, conv 6. Date Exe and Expirat	rm are not a currently ed of, or Ber vertible securcisable ion Date	required valid ON neficially (rities) 7. Title ar of Underl Securities	to respond B control n Owned ad Amount ying	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownersh Form of Derivativ Security: Direct (Dor Indirect	11. Natur of Indirec Beneficia e Ownersh (Instr. 4)
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, if any	4. Transac Code	ss, calls, v tion Deri Secu Acq or D (D) (Inst	warran umber vative urities uired (iispose cr. 3, 4,	cquire of (a (A) d of	in this for displays ed, Dispose tions, conv 6. Date Exe and Expirat	rm are not a currently ed of, or Ber vertible secu- rcisable ion Date i/Year)	required valid ON neficially (rities) 7. Title ar of Underl Securities	to respond B control n Owned ad Amount ying	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Ownersh Form of Derivativ Security: Direct (Dor Indirect	11. Natur of Indirec Beneficia e Ownersh (Instr. 4)

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Sarnoff Ann C/O HSN, INC. 1 HSN DRIVE SAINT 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.