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

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1. 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)XDirector10% Owner					
C/O HSN		(First) HSN DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 03/25/2015					Officer (gi	ve title below)	Oth	er (specify belov	v)	
(Street) SAINT PETERSBURG, FL 33729			4. If Amendment, Date Original Filed(Month/Day/Year)					_X_	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 Ac				es Acquired	l. Disposed	l of, or Ben	eficially Owi	ed		
1.Title of S (Instr. 3)				2A. Deemed Execution Date, if		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		eneficially ed	5. Ownership Form:	Beneficial Ownership
							Perso	ns who respo	nu to the c	onection	or intorma	สแอก	SEC I	474 (9-02)
							form uired, Dis	ined in this fo displays a cur posed of, or Be	rently valid	OMB co			е	
	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if	4. Transact Code	5. No of D Secu Acqu or D of (I	umber erivati rities uired (ispose 0) r. 3, 4,	form uired, Dis options, 6. Date and Ex (Month	displays a cur posed of, or Ber convertible secu Exercisable	rently valid	wned Amount	8. Price of		f 10. Ownersh Form of Derivativ Security: Direct (D or Indirec	Beneficia Ownershi (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if	4. Transact Code	5. No ion of D Secu Acqu or D of (I (Inst	umber erivati urities uired (ispose D) r. 3, 4,	form uired, Dis options, 6. Date and Ex (Month	posed of, or Berconvertible sect Exercisable biration Date (Day/Year)	rently valid neficially Overities) 7. Title and of Underlyi Securities (Instr. 3 and	wned Amount	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Ownersh Form of Derivativ Security: Direct (D or Indirec	p of Indirect Beneficia Ownershi (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	03/27/2015
**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).

Each DSU is the economic equivalent of one share of common stock. The DSUs convert into one share of common stock six months after the reporting person's termination of service (1) as a director.

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.