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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 Pe Costello William	2. Issuer Name an HSN, Inc. [HSN		Trad	ing Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) C/O HSN, INC., 1 HSN DRIV	(Middle) E	3. Date of Earliest Transaction (Month/Day/Year) 12/16/2015						Officer (give title below) Of	her (specify belo	ow)	
(Street) ST. PETERSBURG, FL 33729	4. If Americanent, Date Original Fried(Mona/Day/rea)							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									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if		Instr. 8) (Instr. 3, 4 and 5) (A) or			f (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	Beneficial Ownership	
Common Stock, par value \$0.0 per share	1 12/16/2015		А		113.724	А	\$ 51.69	52,790.931 (1)	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)														
	Conversion			Code	tion)	5. Numbo of Deriva Securities Acquired or Dispos of (D) (Instr. 3, and 5)	ntive s l (A) sed	6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Am Underlying Sect (Instr. 3 and 4)		7. Title and Amount of Underlying Securities (Instr. 3 and 4) (Instr. 5) (Instr. 6) (Instr. 7) (Instr. 7) (Ins		Derivative Derivative Security Securities (Instr. 5) Beneficially Owned Following Reported		Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial
				Code	v	(A)	(D)	Excicisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4) (Ins	(Instr. 4)	
Deferred Stock Units	<u>(2)</u>	12/16/2015		А		88.124		(2)	(2)	Commmon Stock, par value \$0.01 per share		\$ 51.69	13,102.815	D	

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Costello William C/O HSN, INC. 1 HSN DRIVE ST. PETERSBURG, FL 33729	Х						

Signatures

/s/ Harold Herman, as attorney-in-fact	12/18/2015
Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

- (1) Includes 16,909.190 Deferred Share Units held by the reporting person under the Amended and Restated Deferred Compensation Plan for Non-Employee Directors as of December 16, 2015.
- (2) 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 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.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).