FORM 4	4
--------	---

Check this box if no
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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

(Fint of Type Responses)								•		
1. Name and Address of KUGELMAN STEP	2. Issuer Name and HSN, Inc. [HSN		Fradir	ng Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) 1 HSN DRIVE	(First)		3. Date of Earliest Transaction (Month/Day/Year) 06/15/2016						Officer (give title below) Officer (give title below)	ther (specify belo	ow)
ST. PETERSBURG		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								
1.Title of Security 2. Transaction			2A. Deemed	med 3. Transaction		4. Securities Acquired		iired	5. Amount of Securities Beneficially	6.	7. Nature
(Instr. 3)	Date	Execution Date, if Code						Owned Following Reported	Ownership	of Indirect	
	(Month/Day/Year)	any	(Instr. 8) (Instr. 3, 4 and 5)			4 and 5)		Transaction(s)	Form:	Beneficial	
			(Month/Day/Year)								Ownership
										or Indirect	(Instr. 4)
							(A) or	- ·		(I)	
				Code	V	Amount	(D)	Price		(Instr. 4)	

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

Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(e.g., puts, calls, warrants, options, convertible securities)																	
	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion)		(A) d of	6. Date Exercisable 7. 7 and Expiration Date of 1 (Month/Day/Year) Sec (In:		6. Date Exercisable and Expiration Date (Month/Day/Year)		Date Exercisable 7. Title and Amoun of Underlying		Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial
				Code	v	(A)		Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)			
Deferred Stock Units	<u>(1)</u>	06/15/2016		А		110.068		<u>(1)</u>	(1)	Common Stock, par value \$0.01 per share	110.068	\$ 49.19	15,579.302	D			

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
KUGELMAN STEPHANIE 1 HSN DRIVE ST. PETERSBURG, FL 33729	Х						

Signatures

/s/ Harold Herman, as attorney-in-fact	06/17/2016
***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) Each Deferred Stock Unit ("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.

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.