FORM 4

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

OMB APPROV	/AL
OMB Number:	3235-0287
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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

I. 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_ Director10% Owner				
(Last) (First) (Middle) C/O HSN, INC., 1 HSN DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 06/15/2016							_	Officer (gi	ve title below)	Ot	her (specify belo	w)
(Street) SAINT PETERSBURG, FL 33729				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_	6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person aired, Disposed of, or Beneficially Owned				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acqui							es Acquired					
(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		te, if Co	(Instr. 8)		(A) or Disposed		of (D) Owned Follo				Ownership Form:	7. Nature of Indirect Beneficial Ownership	
				,	Ĭ		Code	V	Amou	nt (A) or	Price	,			or Indirect (I) (Instr. 4)	(Instr. 4)
1. Title of	2.	3. Transaction					nts, c	conta form	ined i displa posed conver	n this for the security of, or Ben tible secu	rently valid	required I OMB co	to respon	d unless th	ie	1474 (9-02)
	Conversion or Exercise Price of Derivative Security	Date		Code S (Instr. 8) A		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		and Expiration Date (Month/Day/Year)		of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s	Ownersh Form of Derivati Security Direct (I or Indirects)	of Indired Beneficia Ownersh (Instr. 4)	
				Code	V	(A)	(D)	Date Exercis		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Deferred Stock	<u>(1)</u>	06/15/2016		A		74.714		(1))	(1)	Common Stock, par value \$0.01 per	74.714	\$ 49.19	10,575.18	35 D	

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	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).

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 (1) 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.