

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

**Notice of Effectiveness**

**Effectiveness Date:** July 27, 2009

**Accession Number:** 0001193125-09-154044

**Submission Type:** POS AM

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**CIK:** 0001434729

**Company Name:** HSN, Inc.

**File Number:** 333-152697