

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

HSN, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

40429R109

(CUSIP Number)

Check the following box if a fee is being paid with this statement _____. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO.: 40429R109

1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Denver Investment Advisors LLC
I.R.S. Identification Number: 84-1284659

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ____
(b) ____

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Colorado

5 SOLE VOTING POWER: 2,537,202

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

6 SHARED VOTING POWER: None

REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER: 3,788,050

8 SHARED DISPOSITIVE POWER: 3,152

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,791,202

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.5%

12 TYPE OF REPORTING PERSON

IA

ITEM 1(a). NAME OF ISSUER:

HSN, Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

2501 118th Avenue North
St. Petersburg, FL 33716

ITEM 2(a). NAME OF PERSON FILING:

Denver Investment Advisors LLC

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE,
RESIDENCE:

1225 17th Street, 26th Floor
Denver, Colorado 80202

Item 2(c). Citizenship:

Colorado

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

40429R109

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b),
check whether the person filing is a:

- (a) ___ Broker or Dealer registered under Section 15 of the Act
- (b) ___ Bank as defined in section 3(a)(6) of the Act
- (c) ___ Insurance Company as defined in section 3(a)(19) of the Act
- (d) ___ Investment Company registered under section 8 of the Investment Company Act
- (e) X Investment Adviser registered under section 203 of the Investment Advisers Act of 1940

- (f) ___ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)
- (g) ___ Parent Holding Company, in accordance with Section 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) ___ Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)

ITEM 4. OWNERSHIP

For Denver Investment Advisors LLC ("DIA"), the following sets forth the amount of shares beneficially owned, the percent of class owned as of June 30, 1997, the number of shares to which DIA has the sole power and the shared power to vote or to direct the vote of the shares, and the number of shares to which DIA has the sole power and the shared power to dispose or to direct the disposition of the shares:

- (a) Amount Beneficially Owned: 3,791,202
- (b) Percent of Class: 10.5%
- (c) Number of shares as to which DIA has:
 - (i) sole power to vote or to direct the vote:
2,537,202
 - (ii) shared power to vote or to direct the vote:
None
 - (iii) sole power to dispose or to direct the disposition of:
3,788,050
 - (iv) shared power to dispose or to direct the disposition of:
3,152

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

This item is not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Various persons other than DIA have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the common stock of the Issuer.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

This item is not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

This item is not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

This item is not applicable.

ITEM 10. CERTIFICATION.

By signing below the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: June 9, 1997

DENVER INVESTMENT ADVISORS LLC

/s/ Kenneth V. Penland

By: _____
Kenneth V. Penland
Chairman