## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     PERELMAN RONALD O						2. Issuer Name <b>and</b> Ticker or Trading Symbol REVLON INC /DE/ [ REV ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle) 35 EAST 62ND STREET						3. Date of Earliest Transaction (Month/Day/Year) 12/15/2008									X Direct Office below	er (give ti	itle	Ot	% Owner ner (specify ow)	
(Street) NEW YORK NY 10065					4. If Amendment, Date o				e of Original Filed (Month/Day/Year)				6. Individual or Joint/Group Line)  X Form filed by One				eporting F	Person		
(City)	(St	ate) (	Zip)												Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a 5)			nd Securities Beneficially Owned Followin		s lly ollowing	6. Ownership Form: Direct (D) or Indirect g (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A Common Stock <sup>(1)</sup>															323,	500		D		
Class A Common Stock <sup>(1)(2)</sup>				12/15/2008				P		15,000	A	\$6.0	)4	27,869,235		I		Owned through wholly owned corporations		
Class A Common Stock <sup>(1)(2)</sup>				12/16/2008				P		15,000	A	\$6.0	)2	27,884,235		I		Owned through wholly owned corporations		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execut if any	xecution Date, any		I. Fransaction Code (Instr. 3)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exerc tion D n/Day/		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Owners Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares	ber						

## **Explanation of Responses:**

- 1. Revlon, Inc., the issuer, completed a 1-for-10 reverse stock split on 9/15/08. Accordingly, the shares reported in this Form 4 are adjusted for the 1-for-10 reverse stock split.
- 2. Includes 4,561,610 shares of Class A Common Stock beneficially owned by a family member with respect to which shares MacAndrews & Forbes Holdings Inc., a corporation wholly owned by Ronald O. Perelman, holds a voting proxy. Does not include 3,125,000 shares of Class B Common Stock of Revlon, Inc. also beneficially owned by Mr. Perelman.

/s/ Barry F. Schwartz for

Ronald O. Perelman pursuant 12/17/2008

to a Power of Attorney

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.