UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 5)*

REVLON, INC. (Name of Issuer)

Class A Common Stock, par value \$0.01 per share

(Title of Class of Securities)

761525609

(CUSIP Number)

STEVEN M. COHEN EXECUTIVE VICE PRESIDENT, CHIEF ADMINISTRATIVE OFFICER AND GENERAL COUNSEL MACANDREWS & FORBES INCORPORATED 35 EAST 62ND STREET NEW YORK, NEW YORK 10065 (212) 572-8600

> (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

Copies to: ADAM O. EMMERICH, ESQ. AND DONGJU SONG, ESQ. WACHTELL, LIPTON, ROSEN & KATZ 51 WEST 52ND STREET NEW YORK, NEW YORK 10019 (212) 403-1000

June 8, 2017

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box \square .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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).

	NAMES	C OF DE	DODTING DEDSONS						
_	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)								
1									
		Ronald O. Perelman							
2	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) □					
2				(b) ⊔					
	SEC US	E ONL	Y						
3									
	SOUDO	F OF F	TINDS (SEE INSTRICTIONS)						
4		E OF F	UNDS (SEE INSTRUCTIONS)						
_	SEC USE ONLY SOURCE OF FUNDS (SEE INSTRUCTIONS) OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER 0 shares of Class A Common Stock SHARES ALLY FEACH PERSON O SOLE DISPOSITIVE POWER SOLE DISPOSITIVE POWER								
_	CHECK	K BOX I	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
5									
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	Delaware							
			SOLE VOTING POWER						
		7							
NUMBED OF	CHADEC	o	SHARED VOTING POWER						
BENEFICI	ALLY	0	42,361,668 shares of Class A Common Stock (1)						
OWNED BY REPORTING		RSON	SOLE DISPOSITIVE POWER						
WITE	I	9	0 shares of Class A Common Stock						
			SHARED DISPOSITIVE POWER						
		10	42,346,410 shares of Class A Common Stock (1)						
	ACCRI	CATE							
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON								
	42,361,668 shares of Class A Common Stock								
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12	INSTRU	CHO	13)						
12	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2	80.5% (2)							
	TYPE ()F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	IN								

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES OF REPORTING PERSONS								
1	I.R.S. II	DENTIF	ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	MacAnd	MacAndrews & Forbes Incorporated							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
2				(b) □					
3	SEC US	SEC USE ONLY							
_	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
4	00								
_	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2								
5									
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	e							
			SOLE VOTING POWER						
		7	0 shares of Class A Common Stock						
			SHARED VOTING POWER						
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)						
OWNED BY REPORTING	PERSON		SOLE DISPOSITIVE POWER						
WITH	[9	0 shares of Class A Common Stock						
		10	SHARED DISPOSITIVE POWER						
		10	42,346,410 shares of Class A Common Stock (1)						
44	AGGRI	EGATE .	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	42,361,6	42,361,668 shares of Class A Common Stock							
	CHECK		F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRU	CHON							
	DEDCE	NT OF	CLASS DEDDESENTED DV AMOUNT IN DOW (11)						
13			CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	80.5% (2		ODTING BEDSON (SEE INSTRUCTIONS)						
14		JF KEP(ORTING PERSON (SEE INSTRUCTIONS)						
17	CO	СО							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	S OF RE	PORTING PERSONS					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
1	REV Holdings LLC							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆				
2				(b) □				
3	SEC US	SEC USE ONLY						
	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)					
4	ОО							
-	CHECK	K BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO TEM 2(D) OR 2(E)							
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
6	Delawar	re						
			SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
			SHARED VOTING POWER					
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY REPORTING I	PERSON		SOLE DISPOSITIVE POWER					
WITH	9	9	0 shares of Class A Common Stock					
			SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	42,361,6	668 share	es of Class A Common Stock					
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12		001101						
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2	2)						
4.4	TYPE ()F REPO	ORTING PERSON (SEE INSTRUCTIONS)					
14	00							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	OF RE	PORTING PERSONS						
1	I.R.S. II	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
1	Mafco F	Mafco Four LLC							
	CHECK	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆					
2		(a) \Box (b) \Box							
3	SEC US	SEC USE ONLY							
_	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)						
4	00								
_	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)								
5									
_	CITIZE	NSHIP (OR PLACE OF ORGANIZATION						
6	Delawar	Delaware							
			SOLE VOTING POWER						
		7	0 shares of Class A Common Stock						
			SHARED VOTING POWER						
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)						
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER						
WITH		9	0 shares of Class A Common Stock						
		10	SHARED DISPOSITIVE POWER						
		10	42,346,410 shares of Class A Common Stock (1)						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON								
11	42,361,668 shares of Class A Common Stock								
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12	INSTRU	CHON	(3)						
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2		CELES AEL MODELLE DE PRINCOLLE IN MOTE (II)						
	·		ORTING PERSON (SEE INSTRUCTIONS)						
14		JE KEP(DATING LEASON (SEE INSTRUCTIONS)						
17	00								

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES OF REPORTING PERSONS							
1	I.R.S. II	DENTIF	ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
•	MFV Holdings One LLC							
			PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆				
2	(b) [
3	SEC US	SEC USE ONLY						
	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)					
4	ОО							
_	СНЕСЬ	BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
5								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
6	Delaware							
	1		SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
			SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY I		SON	SOLE DISPOSITIVE POWER					
WITH		9	0 shares of Class A Common Stock					
		1.0	SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	42,361,668 shares of Class A Common Stock							
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRU	JCHON						
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2							
	ì		ORTING PERSON (SEE INSTRUCTIONS)					
14		71 KEF(DATENS LEASON (SEE INSTRUCTIONS)					
A T	OO							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES OF REPORTING PERSONS							
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
1	RCH Holdings One Inc.							
	СНЕСЬ	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆				
2		(b) □						
3	SEC US	SEC USE ONLY						
_	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)					
4	00							
_	СНЕСЬ	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
5								
_	CITIZE	NSHIP (OR PLACE OF ORGANIZATION					
6	Delawar	Delaware						
			SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
			SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY REPORTING F			SOLE DISPOSITIVE POWER					
WITH		9	0 shares of Class A Common Stock					
		1.0	SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
44	AGGRI	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	42,361,668 shares of Class A Common Stock							
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	INSTRU	CHON						
	PERCE	NT OF O	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2							
	Ì		ORTING PERSON (SEE INSTRUCTIONS)					
14		, REI	SKILIG I BROOM (OPP HOLKOCHOM)					
A T	CO							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	OF RE	PORTING PERSONS					
1	I.R.S. II	DENTIF	ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
1	SGMS Acquisition Two LLC							
	СНЕСЬ	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆				
2								
	SEC US	E ONLY	<i>'</i>					
3								
	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)					
4	ОО							
_	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)							
5								
	CITIZE	NSHIP (OR PLACE OF ORGANIZATION					
6	Delawar	Delaware						
			SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
		-	SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY REPORTING P	ERSON	•	SOLE DISPOSITIVE POWER					
WITH		9	0 shares of Class A Common Stock					
		10	SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	42,361,668 shares of Class A Common Stock							
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	INSTRU	CHON	الحال					
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2							
	Ì		DRTING PERSON (SEE INSTRUCTIONS)					
14		, KEI	ortho i erson (see instructions)					
AT	00							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES OF REPORTING PERSONS								
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)								
1	DBX Holdings One LLC								
	СНЕСЬ	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆					
2		(b) □							
3	SEC US	SEC USE ONLY							
	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)						
4	00								
_	СНЕСЬ	BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
5									
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	Delaware								
			SOLE VOTING POWER						
		7	0 shares of Class A Common Stock						
			SHARED VOTING POWER						
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)						
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER						
WITH		9	0 shares of Class A Common Stock						
		10	SHARED DISPOSITIVE POWER						
		10	42,346,410 shares of Class A Common Stock (1)						
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	42,361,668 shares of Class A Common Stock								
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)								
12	INSTRU	JUITON							
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2								
	TYPE (OF REPO	ORTING PERSON (SEE INSTRUCTIONS)						
14	ОО								

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	OFDE	DODTING DEDSONS					
_			PORTING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
1	NDX Holdings One LLC							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)							
3	SEC US	SEC USE ONLY						
4	SOURC OO	SOURCE OF FUNDS (SEE INSTRUCTIONS)						
5	СНЕСК	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
6	CITIZE		OR PLACE OF ORGANIZATION					
			SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
		_	SHARED VOTING POWER					
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY REPORTING I WITH	PERSON	9	SOLE DISPOSITIVE POWER 0 shares of Class A Common Stock					
			SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
11			AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON es of Class A Common Stock					
12 CHECK BOX INSTRUCTIO			F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE IS)					
13	PERCE 80.5% (2		CLASS REPRESENTED BY AMOUNT IN ROW (11)					
1/1	TYPE C	F REPO	ORTING PERSON (SEE INSTRUCTIONS)					
14	OO							

- (1) (2) The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017.

	NAMES OF REPORTING PERSONS								
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)								
.	MacAndrews & Forbes Group, LLC								
	CHECK	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆					
2		(b) □							
3	SEC US	SEC USE ONLY							
_	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)						
4	00								
<i>-</i>	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)								
5									
-	CITIZE	NSHIP (OR PLACE OF ORGANIZATION						
6	Delaware								
			SOLE VOTING POWER						
		7	0 shares of Class A Common Stock						
			SHARED VOTING POWER						
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)						
OWNED BY I REPORTING P		ON	SOLE DISPOSITIVE POWER						
WITH		9	0 shares of Class A Common Stock						
		10	SHARED DISPOSITIVE POWER						
		10	42,346,410 shares of Class A Common Stock (1)						
11	AGGRE	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	42,361,668 shares of Class A Common Stock								
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE								
12	INSTRUCTIONS)								
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2	2)							
	TYPE C	OF REPO	ORTING PERSON (SEE INSTRUCTIONS)						
14	00								

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES OF REPORTING PERSONS							
1	I.R.S. II	DENTIF	ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
-	SGMS Acquisition III LLC							
_	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆						
2	I)							
3	SEC USE ONLY							
4	SOURC	E OF FU	UNDS (SEE INSTRUCTIONS)					
4	ОО							
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D)								
5								
(CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
6	Delaware							
	ı	_	SOLE VOTING POWER					
		7	0 shares of Class A Common Stock					
			SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	8	42,361,668 shares of Class A Common Stock (1)					
OWNED BY I REPORTING P		ON	SOLE DISPOSITIVE POWER					
WITH		9	0 shares of Class A Common Stock					
		10	SHARED DISPOSITIVE POWER					
		10	42,346,410 shares of Class A Common Stock (1)					
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	42,361,668 shares of Class A Common Stock							
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12	INSTRU	JUION						
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2							
	TYPE C	OF REPO	ORTING PERSON (SEE INSTRUCTIONS)					
14	00							

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	OF DE	CPORTING PERSONS						
4		I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
1	Perelman Trust Company, LLC								
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
2				(b) 🗆					
3	SEC USE ONLY								
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
4	00								
5	СНЕСЬ	K BOX I	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
3	CHECK DON'T DISCEDIRED TO ELEGIE TROCEEDINGS IS REQUIRED TO RESERVE TO THE STEED ON 2(E)								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	United S	States							
			SOLE VOTING POWER						
		7	0 shares of Class A Common Stock						
			SHARED VOTING POWER						
NUMBER OF S BENEFICIA	ALLY	8	4,546,352 shares of Class A Common Stock						
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER						
WITH		9	0 shares of Class A Common Stock						
		4.0	SHARED DISPOSITIVE POWER						
		10	4,546,352 shares of Class A Common Stock						
11	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	4,546,35	52 shares	s of Class A Common Stock						
		K BOX II	F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRU	CHON							
	PERCE	NT OF (CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	8.6% (1))							
	TYPE (OF REPO	ORTING PERSON (SEE INSTRUCTIONS)						
14	ОО								

(1) Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017.

	NAMES	OF RE	PORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	RLX Holdings One LLC						
_	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [(b) [
3	SEC US	SEC USE ONLY					
_	SOURC	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	ОО	00					
5	СНЕСЬ	K BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)				
5							
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION					
6	Delawar	Delaware					
			SOLE VOTING POWER				
		7	0 shares of Class A Common Stock				
			SHARED VOTING POWER				
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)				
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER				
WITH		9	0 shares of Class A Common Stock				
			SHARED DISPOSITIVE POWER				
		10	42,346,410 shares of Class A Common Stock (1)				
	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	42,361,668 shares of Class A Common Stock						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRUCTIONS)						
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2)						
1.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	00						

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	OF RE	PORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	RLX Holdings Two LLC						
	CHECK	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆			
2	(b) C						
3	SEC US	SEC USE ONLY					
	SOURC	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	ОО	00					
	СНЕСЬ	K BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)				
5							
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION					
6	Delaware						
			SOLE VOTING POWER				
		7	0 shares of Class A Common Stock				
		_	SHARED VOTING POWER				
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)				
OWNED BY REPORTING I		_	SOLE DISPOSITIVE POWER				
WITH	[9	0 shares of Class A Common Stock				
			SHARED DISPOSITIVE POWER				
		10	42,346,410 shares of Class A Common Stock (1)				
	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	42,361,668 shares of Class A Common Stock						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRUCTIONS)						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2)						
4.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	00						

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

	NAMES	S OF RE	PODTING PEDSONS			
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	RLX Holdings Three LLC					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
	(b)					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	00					
5	CHECK	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)				
	CITEIZENCHID OD DI ACE OF ODCANIZATION					
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware					
		_	SOLE VOTING POWER			
		7	0 shares of Class A Common Stock			
			SHARED VOTING POWER			
NUMBER OF S BENEFICIA OWNED BY	LLY	8	42,361,668 shares of Class A Common Stock (1)			
REPORTING I	PERSON	9	SOLE DISPOSITIVE POWER			
***************************************			0 shares of Class A Common Stock			
		10	SHARED DISPOSITIVE POWER			
			42,346,410 shares of Class A Common Stock (1)			
11			AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON es of Class A Common Stock			
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE					
12	INSTRUCTIONS)					
10	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	80.5% (2)					
1.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
14	00					

- (1) (2)
- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017.

	NAMES	S OF RE	PORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	RLX Holdings Four LLC						
_	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	(b) [
3	SEC US	SEC USE ONLY					
	SOURC	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	00						
5	СНЕСЬ	K BOX II	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)				
5							
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION					
6	Delaware						
			SOLE VOTING POWER				
		7	0 shares of Class A Common Stock				
			SHARED VOTING POWER				
NUMBER OF S BENEFICIA	ALLY	8	42,361,668 shares of Class A Common Stock (1)				
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER				
WITH		9	0 shares of Class A Common Stock				
			SHARED DISPOSITIVE POWER				
		10	42,346,410 shares of Class A Common Stock (1)				
	AGGRI	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	42,361,668 shares of Class A Common Stock						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE						
12	INSTRUCTIONS)						
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	80.5% (2)						
1.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
14	00						

- The information set forth in Item 5 is incorporated herein by reference. Calculation based on 52,615,412 shares of Class A Common Stock outstanding as of June 9, 2017. (1) (2)

This Amendment No. 5 to Schedule 13D ("Amendment No. 5"), which amends and supplements the statement on Schedule 13D, dated October 8, 2009, as amended and supplemented by Amendment No. 1 thereto dated October 8, 2013, Amendment No. 2 thereto dated January 14, 2016, Amendment No. 3 thereto dated August 17, 2016 and Amendment No. 4 thereto dated May 9, 2017 (as amended, the "Schedule 13D"), is being filed with the Securities and Exchange Commission by Mr. Ronald O. Perelman, MacAndrews & Forbes Incorporated, a Delaware corporation ("MacAndrews & Forbes"), REV Holdings LLC, a Delaware limited liability company, MFV Holdings One LLC, a Delaware limited liability company, RCH Holdings One Inc., a Delaware corporation, SGMS Acquisition Two LLC, a Delaware limited liability company, DBX Holdings One LLC, a Delaware limited liability company, MacAndrews & Forbes Group, LLC, a Delaware limited liability company, RLX Holdings One LLC, a Delaware limited liability company, RLX Holdings One LLC, a Delaware limited liability company, RLX Holdings Two LLC, a Delaware limited liability company, RLX Holdings Two LLC, a Delaware limited liability company, RLX Holdings Three LLC, a Delaware limited liability company and RLX Holdings Four LLC, a Delaware limited liability company (each of the foregoing, a "Reporting Person," and collectively, the "MacAndrews & Forbes Reporting Persons") relating to the shares of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock"), of Revlon, Inc., a Delaware corporation (the "Company").

Capitalized terms used herein shall have the meanings ascribed to them in the Schedule 13D unless otherwise defined herein.

Item 3. Source and Amount of Funds or Other Consideration

The information contained in Item 3 of the Schedule 13D is hereby amended and supplemented with the following information:

As described in more detail in Item 5(c) of this Schedule 13D, on May 12, 2017, May 18, 2017, May 30, 2017, May 31, 2017, June 8, 2017 and June 9, 2017, the MacAndrews & Forbes Reporting Persons effected open market purchases of 742,028 shares of Class A Common Stock for an aggregate purchase price of approximately \$14,390,491, using cash on hand.

Item 5. Interest in Securities of the Issuer

Paragraphs (a)-(c) of Item 5 of the Schedule 13D are hereby amended and restated as follows:

(a)-(b) MacAndrews & Forbes, the sole stockholder of which is Ronald O. Perelman, directly or indirectly owns all the stock or membership interests, as applicable, of REV Holdings LLC, Mafco Four LLC, MFV Holdings One LLC, RCH Holdings One Inc., SGMS Acquisition Two LLC, DBX Holdings One LLC, NDX Holdings One LLC, MacAndrews & Forbes Group, LLC, SGMS Acquisition III LLC, RLX Holdings One LLC, RLX Holdings Two LLC, RLX Holdings Three LLC and RLX Holdings Four LLC, and all the voting interests of Perelman Trust Company, LLC.

Of the 42,361,668 shares of Class A Common Stock reported herein, (i) 37,800,058 shares of Class A Common Stock are owned by MacAndrews & Forbes or its wholly-owned subsidiaries; (ii) 4,546,352 shares of Class A Common Stock are owned by Perelman Trust Company, LLC, and (iii) 15,258 shares of Class A Common Stock are beneficially owned by Mr. Raymond G. Perelman. MacAndrews & Forbes may also be deemed to beneficially own the 15,258 shares of Class A Common Stock beneficially owned by Mr. Raymond G. Perelman because MacAndrews & Forbes holds an irrevocable voting proxy with respect to those shares. Those 15,258 shares are included in the totals reported, and on Items 8, 11 and 13 on the cover pages of this Schedule 13D for all of the Reporting Persons other than Perelman Trust Company, LLC.

The total ownership of the MacAndrews & Forbes Reporting Persons represents approximately 80.5% of all of the Company's outstanding Class A Common Stock, which is the only class of the Company's equity securities outstanding as of the date hereof.

The responses of each Reporting Person to Items 7 through 11 of the cover pages of this Schedule 13D relating to beneficial ownership of the shares of Class A Common Stock are incorporated herein by reference.

(c) The following table sets forth all transactions with respect to shares of Class A Common Stock effected since May 9, 2017, the date of the last amendment to this Schedule 13D. Except as otherwise noted below, all such transactions were purchases of shares of Class A Common Stock effected in the open market through a broker.

		Amount of	Weighted		
Person	Date	Securities Acquired	Average Price (1)	Low Price (1)	High Price (1)
MacAndrews & Forbes Group, LLC	May 12, 2017	100,000	\$20.00	\$20.00	\$20.00
MacAndrews & Forbes Group, LLC	May 18, 2017	100,000	\$19.4845	\$19.25	\$19.65
MacAndrews & Forbes Group, LLC	May 18, 2017	125,000	\$19.305	\$19.225	\$19.45
MacAndrews & Forbes Group, LLC	May 30, 2017	50,000	\$18.7303	\$18.60	\$18.80
MacAndrews & Forbes Group, LLC	May 31, 2017	70,000	\$18.6079	\$18.20	\$18.65
MacAndrews & Forbes Group, LLC	June 8, 2017	100,000	\$19.0087	\$18.825	\$19.10
MacAndrews & Forbes Group, LLC	June 9, 2017	101,041	\$19.2083	\$19.00	\$19.75
MacAndrews & Forbes Group, LLC	June 9, 2017	95,987	\$20.2961	\$19.80	\$20.50

⁽¹⁾ Prices exclude commissions. The reporting person undertakes to provide upon request of the SEC staff full information regarding the number of shares purchased or sold at each separate price.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 9, 2017

By: /s/ Ronald O. Perelman

Name: Ronald O. Perelman

MACANDREWS & FORBES INCORPORATED

REV HOLDINGS LLC

MAFCO FOUR LLC

MFV HOLDINGS ONE LLC

SGMS ACQUISITION TWO LLC

RCH HOLDINGS ONE INC.

DBX HOLDINGS ONE LLC

NDX HOLDINGS ONE LLC

MACANDREWS & FORBES GROUP, LLC

SGMS ACQUISITION III LLC

RLX HOLDINGS ONE LLC

RLX HOLDINGS TWO LLC

RLX HOLDINGS THREE LLC

RLX HOLDINGS FOUR LLC

By: /s/ Paul G. Savas

Name: Paul G. Savas

Title: Executive Vice President and Chief Financial Officer

PERELMAN TRUST COMPANY, LLC

By: MacAndrews & Forbes Incorporated, its managing member

By: /s/ Paul G. Savas

Name: Paul G. Savas

Title: Executive Vice President and Chief Financial Officer