SEC Form 4

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FORM 4

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

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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

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

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	OMB Number:	3235-0287
	Estimated average burd	en
l	hours per response:	0.5

1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>REVLON INC /DE/</u> [REV]		ationship of Reporting Pe (all applicable) Director	erson(s) to Issuer 10% Owner				
(Last) 237 PARK AVE	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/07/2005		Officer (give title below)	Other (specify below)				
P			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi	6. Individual or Joint/Group Filing (Check Applicable					
(Street) NEW YORK	NY	10017		Line) X	Line)					
(City)	(State)	(Zip)			r erson					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
		1								

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	action	4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options (Right to Buy)	\$2.55	03/07/2005		A		29,412		(1)	03/07/2012	Class A Common	29,412	\$0	29,412	D	

Explanation of Responses:

1. The options vest 25% on each of March 7 (the anniversary of the grant date), 2006, 2007, 2008 and 2009.

/s/ Robert K. Kretzman for Alan S. Bernikow pursuant to a 03/09/2005 Power of Attorney granted on September 1, 2003

** 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.