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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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hours per response:	0.5

I. Nume and Address of Reporting Leson		n*	2. Issuer Name and Ticker or Trading Symbol <u>REVLON INC /DE/</u> [REV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O REVLON, INC. 237 PARK AVE				X	Director	10% Owner			
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/19/2009		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				x	Form filed by One Reporti	ing Person			
		10017			Form filed by More than C Person	One Reporting			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				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)		(11341 4)
Class A Common Stock	02/19/2009		Р		2,500	A	\$2.91 ⁽¹⁾	18,250	D	
Class A Common Stock	02/20/2009		Р		17,500	A	\$2.78 ⁽²⁾	35,750 ⁽³⁾	D	

 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)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				

Explanation of Responses:

1. The purchase price of \$2.91 reported in Column 4 is a weighted average price for the 2,500 shares acquired on 2/19/09 within a range of \$2.90 to \$2.92 per share. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the SEC, upon request, full information regarding the number of shares acquired at each separate price within the price range noted above.

2. The purchase price of \$2.78 reported in Column 4 is a weighted average price for the 17,500 shares acquired on 2/20/09 within a range of \$2.74 to \$2.80 per share. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the SEC, upon request, full information regarding the number of shares acquired at each separate price within the price range noted above.

3. Of the reporting person's 35,750 shares reported as beneficially owned, 13,250 are unvested restricted shares, 833 of which vest on 11/28/09, 833 of which vest on 1/2/10, 3,583 of which vest on 1/10/10, 834 of which vest on 1/2/11, 3,583 of which vest on 1/10/11 and 3,584 of which vest on 1/10/12.

<u>/s/ Robert K. Kretzman for</u>

Paul J. Bohan pursuant to a Power of Attorney

** Signature of Reporting Person Date

02/23/2009

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.