SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Address of Reporting Person* <u>Pieraccioni Giovanni</u>			Date of Event Requiring Staten Month/Day/Year 2/09/2015	nent	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>REVLON INC /DE/</u> [ REV ]							
	/O REVLON, INC.				(Check	tionship of Reporting Perso all applicable) Director	10% Owne	er	5. If Amendment, Date of Original Filed (Month/Day/Year)			
ONE NEW YORK PLAZA					Х	Officer (give title below)	Other (spe below)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) NEW YORK	NY	10004				EVP&Global Pres-Re	vlon Cons'ı		X		y One Reporting Person y More than One erson	
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)						unt of Securities ially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Class A Common Stock, par value \$0.01 per share						82,128 <sup>(1)</sup>	D					
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)												
Exp			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		itle and Amount of Securi lerlying Derivative Securi	ty (Instr. 4) Conv or Ex		rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title	9	Amount or Number of Shares	Price c Deriva Securi	tive	Direct (D) or Indirect (I) (Instr. 5)		

Explanation of Responses:

1. Represents restricted stock covering 82,128 shares of Revlon, Inc. Class A common stock, par value \$0.01 per share, granted to the reporting person under the Fourth Amended and Restated Revlon, Inc. Stock Plan. The restricted stock vests in one-fifth installments on each of 3/15/15, 3/15/16, 3/15/17, 3/15/18 and 3/15/19.

**Remarks:** 

Exhibit List: Exhibit 24 - Power of Attorney The issuer's Board of Directors designated the reporting person as an "executive officer" at a meeting on February 9, 2015.

/s/ Michael T. Sheehan for Gianni Pieraccioni pursuant to a Power of Attorney granted on 2/10/15

\*\* 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 5 (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.

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Lucinda K. Treat, Michael T. Sheehan and Yossi Almani, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of Revlon, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition or disposition of securities of the Company;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, or other form or report, and timely file such form or report with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 10<sup>th</sup> day of February, 2015.

<u>/s/ GIANNI PIERACCIONI</u> SIGNATURE

**GIANNI PIERACCIONI** 

NAME