

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>PERELMAN RONALD O</u> (Last) (First) (Middle) 35 EAST 62ND STREET (Street) NEW YORK NY 10065 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>REVLON INC /DE/ [REV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/23/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock ⁽¹⁾	12/23/2008		J ⁽³⁾		7,718,092	A	\$6.26	7,718,092	I	Owned through RCH Holdings One Inc. ⁽³⁾
Class A Common Stock ⁽¹⁾⁽²⁾	12/23/2008		J ⁽³⁾		7,718,092	D	\$6.26	20,166,143	I	Owned through wholly owned corporations
Class A Common Stock ⁽¹⁾								323,500	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					

1. Name and Address of Reporting Person*
PERELMAN RONALD O
 (Last) (First) (Middle)
 35 EAST 62ND STREET
 (Street)
 NEW YORK NY 10065
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
RCH Holdings One Inc
 (Last) (First) (Middle)
 C/O MACANDREWS & FORBES HOLDINGS INC.
 35 EAST 62ND STREET
 (Street)
 NEW YORK NY 10065
 (City) (State) (Zip)

(City)

(State)

(Zip)

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.
3. The shares were transferred to a holding company in which each of Mr. Perelman and the Ronald O. Perelman 2008 Trust own 50% of the shares called RCH Holdings One Inc., in exchange for \$7,247,288 and notes payable to subsidiaries of MacAndrews & Forbes Holdings Inc. for the balance. The transaction was effectuated to implement certain estate planning matters for Mr. Perelman.

Remarks:

/s/ Barry F. Schwartz for
Ronald O. Perelman pursuant 12/24/2008
to a Power of Attorney

RCH Holdings One Inc., By:
/s/ Barry F. Schwartz, its 12/24/2008
Executive Vice Chairman

** 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.