REVLON INC /DE/

Form 3

February 10, 2015

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement REVLON INC /DE/ [REV] À Pieraccioni Giovanni (Month/Day/Year) 02/09/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O REVLON, INC., ONE (Check all applicable) **NEW YORK PLAZA**

10% Owner Director _X__ Officer Other (give title below) (specify below) EVP&Global Pres-Revlon Cons'r NEW YORK, NYÂ 10004

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security 2. Amount of Securities Beneficially Owned (Instr. 4) (Instr. 4)

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 (1)

D Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2. Date Exercisable and 3. Title and Amount of 6. Nature of Indirect 1. Title of Derivative Security 4. 5. **Expiration Date** Securities Underlying Ownership Beneficial Ownership (Instr. 4) Conversion (Month/Day/Year) Derivative Security or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

Edgar Filing: REVLON INC /DE/ - Form 3

Date Expiration Title Exercisable Date

Amount or Security Number of Shares Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer

Other

Pieraccioni Giovanni C/O REVLON, INC. ONE NEW YORK PLAZA

NEW YORK, NYÂ 10004

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EVP&Global Pres-Revlon Cons'r Â

Signatures

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

02/10/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- 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.

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Remarks:

Exhibit List:

a currently valid OMB number.

Exhibit 24 - Power of Attorney

The issuer's Board of Directors designated the reporting person as an "executive officer" at a meetin Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays

Reporting Owners 2