REVLON INC /DE/ Form SC 13D/A October 08, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 1)*

REVLON, INC.

(Name of Issuer)

Class A Common Stock, par value \$0.01 per share

(Title of Classes of Securities)

761525609

(CUSIP Number of Classes of Securities)

BARRY F. SCHWARTZ EXECUTIVE VICE CHAIRMAN MACANDREWS & FORBES HOLDINGS INC. 35 EAST 62ND STREET NEW YORK, NEW YORK 10065 (212) 572-8600

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

Copies to:

ALAN C. MYERS, ESQ. AND PETER D. SERATING, ESQ. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP FOUR TIMES SQUARE NEW YORK, NEW YORK 10036 (212) 735-3000

October 8, 2013 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 761525609

		e		
	NAME OF REPORTING PERSON			
1	IVAIVIL OF REFORTING LERSON			
	Ronald O. Perelman			
	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
2				
2	(a) "			
	(p) "			
3	SEC USE ONLY			
3				
	SOURCE OF FUNDS (SEE INSTRU	CTIONS)		
4	SOURCE OF TENDS (SEE INSTITE			
	00			
	CHECK BOX IF DISCLOSURE OF	LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
5	ITEM 2(d) OR 2(e)			
3				
		ANIZATION		
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
O	Delaware			
		OLE VOTING POWER		
	7			
NUMBER OF	0	shares of Class A Common Stock		
SHARES		HARED VOTING POWER		
BENEFICIALLY		0.660.640.1		
OWNED BY EACH		0,669,640 shares of Class A Common Stock (1) OLE DISPOSITIVE POWER		
REPORTING	9	JLE DISPOSITIVE POWER		
PERSON		shares of Class A Common Stock		
WITH		HARED DISPOSITIVE POWER		
	10			
		5,108,030 shares of Class A Common Stock (1)		
	AGGREGATE AMOUNT BENEFIC	IALLY OWNED BY EACH REPORTING PERSON		
11	40.660.640 shares of Class A. Common Stock			
	40,669,640 shares of Class A Common Stock CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN			
	SHARES (SEE INSTRUCTIONS)			
12				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
13				
		77.7%(2)		
14	TYPE OF REPORTING PERSON (SI	EE INSTRUCTIONS)		
17	IN			
	·			

⁽¹⁾ The information set forth in Item 5 is incorporated herein by reference.

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CUSIP No. 76152	5609	3D	Page 3 of 27	
1	NAME OF REPORTING PERSON MacAndrews & Forbes Holdings Inc. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
2	(a) " (b) " SEC USE ONLY			
3	SEC USE ONL I			
4	SOURCE OF FUNDS (SEE INSTRUCTION OF SHEEK POWER PAGE OF LEEPING OF THE PAGE OF LEEPING OF THE PAGE OF		MANUTE TO	
5	ITEM 2(d) OR 2(e)	EGAL PROCEEDINGS IS REQUIRED PURS	UANTTO	
6	CITIZENSHIP OR PLACE OF ORGA	NIZATION		
	Delaware SO 7	LE VOTING POWER		
NUMBER OF SHARES	0 sl SH	nares of Class A Common Stock ARED VOTING POWER		
BENEFICIALLY OWNED BY EACH	40, SO	669,640 shares of Class A Common Stock (1) LE DISPOSITIVE POWER		
REPORTING PERSON WITH	SH	nares of Class A Common Stock ARED DISPOSITIVE POWER		
	·	108,030 shares of Class A Common Stock (1)	SON	
11	40,669,640 shares of Class A Common Stock			
12	SHARES (SEE INSTRUCTIONS)	AMOUNT IN ROW (11) EXCLUDES CERTA	.IN	
13	PERCENT OF CLASS REPRESENTE	D BY AMOUNT IN ROW (11)		
	77.7%(2) TYPE OF REPORTING PERSON (SE	E INSTRUCTIONS)		
14	СО			

⁽¹⁾ The information set forth in Item 5 is incorporated herein by reference.

CUSIP No. 761525609

		C	
	NAME OF REPORTING PERSON		
1	W		
	MacAndrews & Forbes LLC CHECK THE APPROPRIATE BOX	X IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	
2	CILLER TILL ATTROCKETTE BOX	THE MILITIDES OF A GROOT (GET INSTRUCTIONS)	
2	(a) "		
	(b) " SEC USE ONLY		
3	SEC USE ONL I		
4	SOURCE OF FUNDS		
4	00		
		F LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	
5	ITEM 2(d) OR 2(e)		
	CITIZENSHIP OR PLACE OF OR	GANIZATION	
6	Dalaman		
	Delaware	SOLE VOTING POWER	
	7		
NUMBER OF		0 shares of Class A Common Stock SHARED VOTING POWER	
SHARES BENEFICIALLY		SHARED VOTING FOWER	
OWNED BY		40,669,640 shares of Class A Common Stock (1)	
EACH		SOLE DISPOSITIVE POWER	
REPORTING PERSON	9	0 shares of Class A Common Stock	
WITH		SHARED DISPOSITIVE POWER	
	10	26 100 020 1	
		36,108,030 shares of Class A Common Stock (1) CIALLY OWNED BY EACH REPORTING PERSON	
11			
	40,669,640 shares of Class A Comm		
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12	, , , , , , , , , , , , , , , , , , , ,		
		TED DV AMOUNT BY DOW (11)	
13	PERCENT OF CLASS REPRESEN	IED BY AMOUNT IN KOW (II)	
	77.7%(2)		
1 /	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		
14	00		

⁽¹⁾ The information set forth in Item 5 is incorporated herein by reference.

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CUSIP No. 761525609

00011 1.0.,0102				
1	NAME OF REPORTING PERSON			
1	REV Holdings LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
2	(a) "			
3	(b) " SEC USE ONLY			
4	SOURCE OF FUNDS			
	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
5				
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delaware SOLE VOTING POWER 7			
NUMBER OF SHARES	0 shares of Class A Common Stock SHARED VOTING POWER			
BENEFICIALLY OWNED BY	40,669,640 shares of Class A Common Stock (1)			
EACH REPORTING PERSON	SOLE DISPOSITIVE POWER 9 0 shares of Class A Common Stock			
WITH	SHARED DISPOSITIVE POWER 10			
	36,108,030 shares of Class A Common Stock (1) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	40,669,640 shares of Class A Common Stock CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN			
12	SHARES (SEE INSTRUCTIONS)			
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
13	77.7%(2) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
14	00			

⁽¹⁾ The information set forth in Item 5 is incorporated herein by reference.

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CUSIP No. 761525609

00011 1101 / 0102		1 1190 0 01 2			
1	NAME OF REPORTING PERSON				
1	MacAndrews Cosmetics Holdings Inc. CHECK THE APPROPRIATE BOX IF	A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
2	(a) " (b) "				
3	SEC USE ONLY				
4	SOURCE OF FUNDS				
	OO CHECK BOX IF DISCLOSURE OF LE ITEM 2(d) OR 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO			
5					
6	CITIZENSHIP OR PLACE OF ORGAN	NIZATION			
	Delaware SOI	LE VOTING POWER			
	7				
NUMBER OF	0				
SHARES		ARED VOTING POWER			
BENEFICIALLY		MED TOTAL OF THE PROPERTY OF T			
OWNED BY		569,640 shares of Class A Common Stock (1)			
EACH		LE DISPOSITIVE POWER			
REPORTING	9	SE DIST OSTITUE TO WER			
PERSON		ares of Class A Common Stock			
WITH		ARED DISPOSITIVE POWER			
*******	10	THE DISTOSTITUE TO WER			
		08,030 shares of Class A Common Stock (1)			
	•	LLY OWNED BY EACH REPORTING PERSON			
11					
	40,669,640 shares of Class A Common Stock				
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN				
SHARES (SEE INSTRUCTIONS)					
12					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13					
	77.7%(2)				
	TYPE OF REPORTING PERSON (SEE	E INSTRUCTIONS)			
14		•			
	CO				

⁽¹⁾ The information set forth in Item 5 is incorporated herein by reference.

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CUSIP No. 761525609 13D Page 7 of 27 1 NAME OF REPORTING PERSON Mafco One LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) " (b) " 2 SEC USE ONLY 3 SOURCE OF FUNDS 4 00CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 5 CITIZENSHIP OR PLACE OF ORGANIZATION 6 Delaware NUMBER OF **SOLE VOTING POWER** 7 **SHARES** 0 **BENEFICIALLY** OWNED BY **EACH REPORTING PERSON** WITH