

REVLON INC /DE/  
Form 8-K  
March 23, 2004  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

March 23, 2004 (March 19, 2004)

Date of Report (Date of earliest event reported)

Revlon, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-11178  
(Commission File No.)

13-3662955  
(I.R.S. Employer  
Identification No.)

237 Park Avenue  
New York, New York  
(Address of Principal  
Executive Offices)

10017  
(Zip Code)

(212) 527-4000

(Registrant's telephone number, including area code)

None

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

On March 22, 2004, Revlon, Inc. ("Revlon") issued a press release announcing the expiration, as of 5:00 p.m. New York City time, on March 19, 2004, and the results of its offer (the "Exchange Offers") to exchange any and all outstanding 8 1/8% Senior Notes due 2006, 9% Senior Notes due 2006 and 8 5/8% Senior Subordinated Notes due 2008 issued by Revlon Consumer Products Corporation and guaranteed by Revlon pursuant to an Offering Circular dated February 20, 2004. The press release announcing the expiration and the results of the Exchange Offers is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

ITEM 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release, dated March 22, 2004, announcing the expiration and the results of the Exchange Offers.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

REVLON, INC.  
By: /s/ Robert K. Kretzman  
Robert K. Kretzman  
Executive Vice President, General Counsel and  
Chief Legal Officer

Date: March 23, 2004

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EXHIBIT INDEX

| Exhibit No.  | Description  |
|--------------|--|
| Exhibit 99.1 | Press Release, dated March 22, 2004, announcing the expiration and the results of the Exchange Offers. |

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