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REVLON INC /DE/
Form 8-K
February 24, 2006

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

Date of Report (Date of earliest event reported):
February 24, 2006 (February 22, 2006)

Revlon, Inc.

(Exact name of Registrant as specified in its Charter)

Delaware	1-11178	13-3662955
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(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

237 Park Avenue New York, New York	10017
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(Address of principal executive offices)	(Zip code)

(212) 527-4000

(Registrant's telephone number, including area code)

None

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 1.01 Entry into a Material Definitive Agreement

Revlon Executive Bonus Plan

For purposes of the SEC's rules on events required to be reported on Form 8-K, the Revlon Executive Bonus Plan (the "Bonus Plan") is a cash bonus plan in which executives and key employees including, among others, the "named executive officers" of the Company, are eligible to participate. The Bonus Plan is an executive bonus plan that is intended to qualify for favorable tax treatment under Section 162(m) of the Internal Revenue Code, as amended. Participants in the Bonus Plan, including "named executive officers" for purposes of the Company's proxy statement, are eligible to receive annual cash bonuses payable pursuant to the Bonus Plan, based upon the achievement of one or more pre-established, objective performance goals ("performance factors") established by a committee of the Board of Directors that administers the Bonus Plan (the "Committee"). The Committee consists of the Compensation and Stock Plan Committee of the Board.

On February 22, 2006, the Compensation and Stock Plan Committee determined that the performance factors for 2006 would be EBITDA, consumption and net sales (collectively, the "2006 Performance Factors"). The actual bonus amount payable to each named executive officer pursuant to the Bonus Plan, if any, will be based upon the percentage by which the established 2006 Performance Factors are met or exceeded.

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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, Chief Legal
Officer, General Counsel and Secretary

Date: February 24, 2006

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