Edgar Filing: Hendricks Kimberly A. - Form 4

Hendricks Kim Form 4	berly A.									
February 02, 20)10									
FORM	Л	STATES					E COMMISSIO	N OMB	PPROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations 									Number:January 31Expires:200Estimated averageburden hours perresponse0.5	
(Print or Type Res	ponses)									
1. Name and Add Hendricks Kin	Person [*]	2. Issuer Name and Ticker or Trading Symbol HEXCEL CORP /DE/ [HXL]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O HEXCEL CORPORATIO BLVD., 16TH	ON, 281 TRE	Middle) SSER		of Earliest T Day/Year) 2010	ransaction		Director XOfficer (gi below)	109	% Owner her (specify	
STAMFORD,	(Street) CT 06901			endment, D onth/Day/Yea	-	al	6. Individual or Applicable Line) _X_ Form filed by Form filed by Person	-	erson	
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date onth/Day/Year)	Execution any	ed Date, if	3. Transactic Code (Instr. 8) Code V	4. Securi mAcquired Disposed (Instr. 3,	ties (A) or of (D) 4 and 5) (A) or	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	
Reminder: Report	on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforı requi	mation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					sposed of, or convertible	· Beneficially Owner securities)	d		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	· • • • • • • • • • • • • • • • • • • •	Acquired (A) or Disposed of (D) (Instr. 3, 4,		(Instr. 3 and 4)	
				Code V	/ (A) (I) Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Restricted Stock Units (1)	<u>(1)</u>	02/01/2010		А	3,229	(2)	02/01/2013	Common Stock	3,2
Non-Qualified Stock Option (3)	\$ 10.9	02/01/2010		A	13,540	<u>(4)</u>	02/01/2020	Common Stock	13,5

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Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting 6 when runne / runness	Director	10% Owner	Officer	Other			
Hendricks Kimberly A. C/O HEXCEL CORPORATION 281 TRESSER BLVD., 16TH FLOOR STAMFORD, CT 06901			VP, Corp. Controller & CAO				
Signatures							
/s/Kimberly A. Hendricks by Seth L. Ka	plan,		02/02/2010				

Attorney-in-fact

**Signature of Reporting Person

Explanation of Responses:

- 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).
- These RSUs were granted in a transaction exempt under Rule 16b. Upon vesting, RSUs are converted into an equivalent number of shares (1)of Common Stock that are distributed to the grantee.

Date

- The RSUs vest and convert into an equivalent number of shares of Common Stock in equal installments on the first three anniversaries (2) from the grant date. Vesting of the RSUs is also subject to certain acceleration and termination provisions.
- Non-Qualified Options ("NQOs") granted in a transaction exempt under Rule 16b. (3)
- The NQOs become vested with respect to one-third of the shares of Common Stock subject thereto on each of the first three anniversaries (4) of the date of grant. Vesting of the NQOs is also subject to certain acceleration and termination provisions.

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 a currently valid OMB number.