

Winterlich Patrick
Form 3
September 01, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Person *

Winterlich Patrick
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
09/01/2017

3. Issuer Name and Ticker or Trading Symbol
HEXCEL CORP /DE/ [HXL]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

HEXCEL CORPORATION, 281 TRESSER BLVD.

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

Director 10% Owner
 Officer Other
(give title below) (specify below)
EVP, CFO

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

4,986

D

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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)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units ⁽¹⁾	Â ⁽²⁾	01/27/2018	Common Stock	262.85	\$ 0	D	Â
Restricted Stock Units ⁽¹⁾	Â ⁽²⁾	01/26/2019	Common Stock	576.38	\$ 0	D	Â
Restricted Stock Units ⁽¹⁾	Â ⁽²⁾	01/26/2019	Common Stock	6,776.29	\$ 0	D	Â
Restricted Stock Units ⁽¹⁾	Â ⁽²⁾	01/30/2020	Common Stock	892.05	\$ 0	D	Â
Non-Qualified Stock Option ⁽³⁾	Â ⁽⁴⁾	01/28/2024	Common Stock	2,345	\$ 43.01	D	Â
Non-Qualified Stock Option ⁽³⁾	Â ⁽⁴⁾	01/27/2025	Common Stock	3,348	\$ 43.96	D	Â
Non-Qualified Stock Option ⁽³⁾	Â ⁽⁴⁾	01/26/2026	Common Stock	3,413	\$ 41.71	D	Â
Non-Qualified Stock Option ⁽³⁾	Â ⁽⁴⁾	01/30/2027	Common Stock	3,700	\$ 50.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Winterlich Patrick HEXCEL CORPORATION 281 TRESSER BLVD. STAMFORD, CT 06901	Â	Â	Â EVP, CFO	Â

Signatures

/s/Patrick Winterlich, by Adam P. Gold,
Attorney-in-fact

09/01/2017

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

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