

BECKMAN JOEL S
Form 4
May 15, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
BECKMAN JOEL S

(Last) (First) (Middle)

**C/O GREENBRIAR EQUITY
GROUP, 555 THEODORE FREMD
AVENUE, SUITE A-201**

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/11/2018

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

RYE, NY 10580

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

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Pri
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Secur (Instr				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Dividend Equivalent Rights	<u>(1)</u>	05/11/2018	A		2.86 <u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	2.86	\$
Dividend Equivalent Rights	<u>(1)</u>	05/11/2018	A		3.98 <u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	3.98	\$
Dividend Equivalent Rights	<u>(1)</u>	05/11/2018	A		4.34 <u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	4.34	\$
Dividend Equivalent Rights	<u>(1)</u>	05/11/2018	A		3.74 <u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	3.74	\$
Dividend Equivalent Rights	<u>(1)</u>	05/11/2018	A		4.63 <u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	4.63	\$

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BECKMAN JOEL S
 C/O GREENBRIAR EQUITY GROUP
 555 THEODORE FREMD AVENUE, SUITE A-201
 RYE, NY 10580

X

Signatures

/s/ Steven A. Wein, as attorney-in-fact for Joel S.
 Beckman

05/15/2018

__Signature of Reporting Person

Date

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).

(1) The dividend equivalent rights ("DERs") accrued with respect to restricted stock units ("RSUs") previously granted to the Reporting Person. Each DER represents a contingent right to receive one share of Issuer common stock upon delivery of the related RSUs to the

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Reporting Person.

- The RSUs to which the DERs relate vest ratably over the twelve months following the date of grant. In accordance with the Reporting Person's deferral election, shares of Issuer common stock underlying vested RSUs and the related DERs will be issued to the Reporting Person following the time that the Reporting Person ceases to be a member of the Issuer's Board of Directors.

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.