**Swords Timothy** Form 4 February 14, 2018

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **Swords Timothy** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

HEXCEL CORP /DE/ [HXL]

(Middle) (Last) (First)

(Street)

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title

6. Individual or Joint/Group Filing(Check

**HEXCEL CORPORATION, 281** 

02/13/2018

(Month/Day/Year)

Other (specify below)

**OMB APPROVAL** 

3235-0287

January 31,

2005

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**OMB** 

Number:

Expires:

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burden hours per

TRESSER BLVD.

President, Industrial

(Check all applicable)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

STAMFORD, CT 06901

(Instr. 3)

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned (I) Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

(Month/Day/Year)

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof **Expiration Date Underlying Securities** Deriva Security or Exercise any Code Derivative (Month/Day/Year) (Instr. 3 and 4) Securi

### Edgar Filing: Swords Timothy - Form 4

| (Instr. 3)                       | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8 | 3) | Securit<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr.<br>and 5) | red<br>sed<br>3, 4, |                     |                    |                 |  | (Instr.   |
|----------------------------------|------------------------------------|------------|------------------|-----------|----|--|---------------------|---------------------|--------------------|-----------------|--|-----------|
|                                  |                                    |            |                  | Code      | V  | (A)  | (D)                 | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |           |
| Restricted<br>Stock<br>Units (1) | (1)                                | 02/13/2018 |                  | A         |    | 0.81   |                     | (3)                 | (3)                | Common<br>Stock | 0.81                                   | <u>(1</u> |
| Restricted<br>Stock<br>Units (1) | <u>(1)</u>                         | 02/13/2018 |                  | A         |    | 1.41<br>(4)  |                     | <u>(3)</u>          | (3)                | Common<br>Stock | 1.41                                   | <u>(1</u> |

# **Reporting Owners**

Director 10% Owner Officer Other

Swords Timothy HEXCEL CORPORATION 281 TRESSER BLVD. STAMFORD, CT 06901

President, Industrial

## **Signatures**

/s/ Timothy Swords, by Adam P. Gold, Attorney-in-fact

02/14/2018

\*\*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 underlying Restricted Stock Units ("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 0.81 dividend equivalent rights reflect dividend equivalent rights at \$65.40 per RSU owned by the reporting person on the record date and credited to the reporting person's account on February 13, 2018.
- (3) The underlying 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.
- (4) The 1.41 dividend equivalent rights reflect dividend equivalent rights at \$65.40 per RSU owned by the reporting person on the record date and credited to the reporting person's account on February 13, 2018.

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.

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