

HEXCEL CORP /DE/
Form 4
June 08, 2005

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 *
HUNT WILLIAM

(Last) (First) (Middle)

**HEXCEL CORPORATION, 281
TRESSER BLVD.**

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Pres., Composites Bus Unit

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/06/2005		M	4,600 A \$ 12.5	58,949	D	
Common Stock	06/06/2005		M	10,000 A \$ 12	68,949	D	
Common Stock	06/06/2005		M	9,500 A \$ 2.74	78,449	D	
Common Stock	06/06/2005		S	11,700 D \$ 16.3	66,749	D	
Common Stock	06/06/2005		S	1,300 D \$ 16.31	65,449	D	

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Common Stock	06/06/2005		S	1,200	D	\$ 16.32	64,249	D
Common Stock	06/06/2005		S	1,900	D	\$ 16.33	62,349	D
Common stock	06/06/2005		S	600	D	\$ 16.34	61,749	D
Common Stock	06/06/2005		S	700	D	\$ 16.35	61,049	D
Common Stock	06/06/2005		S	6,200	D	\$ 16.4	54,849	D
Common Stock	06/06/2005		S	400	D	\$ 16.41	54,449	D
Common Stock	06/06/2005		S	100	D	\$ 16.42	54,349	D
Common Stock	06/07/2005		M	9,033	A	\$ 2.74	63,382	D
Common Stock	06/07/2005		M	18,321	A	\$ 3.13	81,703	D
Common Stock	06/07/2005		S	24,554	D	\$ 16.4	57,149	D
Common Stock	06/07/2005		S	400	D	\$ 16.41	56,749	D
Common Stock	06/07/2005		S	100	D	\$ 16.42	56,649	D
Common Stock	06/07/2005		S	1,100	D	\$ 16.43	55,549	D
Common Stock	06/07/2005		S	1,000	D	\$ 16.44	54,549	D
Common Stock	06/07/2005		S	200	D	\$ 16.45	54,349	D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security		or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Non-Qualified Stock Option <u>(1)</u>	\$ 12.5	06/06/2005	M	4,600	<u>(2)</u>	02/28/2006	Common Stock	4,600
Reload Non-Qualified Stock Option <u>(3)</u>	\$ 12	06/06/2005	M	10,000	<u>(2)</u>	05/09/2006	Common Stock	10,000
Non-Qualified Stock Option <u>(1)</u>	\$ 2.74	06/06/2005	M	9,500	<u>(2)</u>	01/10/2012	Common Stock	9,500
Non-Qualified Stock Option <u>(1)</u>	\$ 2.74	06/07/2005	M	9,033	<u>(2)</u>	01/10/2012	Common Stock	9,033
Non-Qualified Stock Option <u>(1)</u>	\$ 3.13	06/07/2005	M	18,321	<u>(2)</u>	01/06/2013	Common Stock	18,321

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUNT WILLIAM HEXCEL CORPORATION 281 TRESSER BLVD. STAMFORD, CT 06901			Pres., Composites Bus Unit	

Signatures

/s/William Hunt by Seth L. Kaplan,
Attorney-in-fact

06/08/2005

**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) Non-Qualified Stock Option granted under the Hexcel Corporation 2003 Incentive Stock Option Plan (the "Plan") in a transaction exempt under Rule 16b-3.
- (2) The Option vests and becomes exercisable at the rate of one-third of the shares subject thereto on each of the first three anniversaries of the grant date.

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- (3) The Reload Options were granted under the Plan upon the exercise of Short-Term Employee Stock Options in a transaction exempt under Rule 16b-3.

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