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Check this box if no longer subject to Section 16. SECURITIES SECURITIES Number: Vashington, D.C. 20549 Number: Expires: January Estimated average burden hours per								3235-0287 January 31, 2005 verage			
								0	5. Relationship of Reporting Person(s) to Issuer		
									(Check all applicable) Director 10% Owner XOfficer (give title Other (specify below) SVP, CFO		
STAMFOR					2013 -				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tab	le I - Non	ı-D	erivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			Code (Instr. 3, 4 and 5) ar) (Instr. 8) (A) or				(D) 5)	 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/07/2013			Code $M_{(1)}^{(1)}$		Amount 537	(D) A	Price \$ 7.38	99,125	D	
Common Stock	01/07/2013			S <u>(2)</u>		537	D	\$ 29.3366 (<u>3)</u>	98,588	D	

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number onof Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration E (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non-Qualified Stock Option	\$ 7.38	01/07/2013		М	537	<u>(5)</u>	01/06/2014	Common Stock	537	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	Director 10% Owner Officer		Other				
Pensky Wayne C HEXCEL CORPORATION 281 TRESSER BLVD. STAMFORD, CT 06901			SVP, CFO					
Signatures								
/s/ Wayne C. Pensky, by Adam Attorney-in-fact	P. Gold,		01	/08/2013				

<u>**</u>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 reporting person's original Form 4 erroneously omitted the exercise of an NQO in connection with the transaction. This amended Form 4 is being filed to report the NQO exercise.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on April 30, 2012.

The price reported in column 4 is a weighted average. These shares were sold in multiple transactions at prices ranging from \$29.29 to \$29.43, inclusive. The reporting person undertakes to provide Hexcel Corporation, any security holder of Hexcel Corporation, or the staff (3)

- (5) of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range of this footnote (3).
- (4) Non-Qualified Options ("NQOs") granted in a transaction exempt under Rule 16b.
- (5) This Non-Qualified Stock Option became vested with respect to one third of the underlying shares of Common Stock on each of the first three anniversaries of the grant date. The grant date was ten years prior to the expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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