

Edgar Filing: HEXCEL CORP /DE/ - Form SC 13D/A

HEXCEL CORP /DE/
Form SC 13D/A
March 20, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 10)*

Hexcel Corporation

(Name of Issuer)

Common Stock (Par Value \$0.01 Per Share)

(Title of Class of Securities)

428291 10 8

(CUSIP Number)

Robert C. Schwenkel, Esq.
Fried, Frank, Harris, Shriver & Jacobson LLP
One New York Plaza
New York, NY 10004
(212) 859-8000

Ben I. Adler, Esq.
Goldman, Sachs & Co.
One New York Plaza
New York, NY 10004
(212) 902-1000

(Name, Address and Telephone Number of Persons Authorized to Receive Notices
and Communications)

March 15, 2006

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

THE GOLDMAN SACHS GROUP, INC.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF, OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF
SHARES 43,122

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 1,290,752

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 43,122

PERSON 10 SHARED DISPOSITIVE POWER

WITH 1,490,642

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,533,764 (1)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

1.6% (2)

14 TYPE OF REPORTING PERSON

HC-CO

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(1) This amount includes shares of common stock of Hexcel Corporation (the "Company") that may be deemed to be beneficially owned by The Goldman Sachs Group, Inc. ("GS Group") which are issuable upon the exercise of options granted by the Company which are currently exercisable and held for the benefit of GS Group.

(2) This percentage is calculated in accordance with Rule 13d-3(d)(1) of the Securities Exchange Act of 1934, as amended, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Group.

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GOLDMAN, SACHS & CO.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF, WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NEW YORK

7 SOLE VOTING POWER

NUMBER OF
SHARES
0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 1,290,752

9 SOLE DISPOSITIVE POWER
EACH 0

REPORTING
PERSON 10 SHARED DISPOSITIVE POWER

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WITH 1,490,642

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,490,642

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

1.6%(1)

14 TYPE OF REPORTING PERSON

BD-PN-IA

(1) This percentage is calculated in accordance with Rule 13d-3(d)(1) of the Securities Exchange Act of 1934, as amended, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than Goldman, Sachs & Co.

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GS ADVISORS 2000, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

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OWNED BY 995,852
EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0
PERSON 10 SHARED DISPOSITIVE POWER
WITH 995,852

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
995,852

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.1%(1)

14 TYPE OF REPORTING PERSON
OO

(1) This percentage is calculated in accordance with Rule 13d-3(d)(1) of the Securities Exchange Act of 1934, as amended, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Advisors 2000, L.L.C.

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
GOLDMAN, SACHS & CO. oHG

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
GERMANY

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| | | |
|--------------|---|--------------------------|
| 7 | SOLE VOTING POWER | |
| NUMBER OF | | 0 |
| SHARES | | |
| BENEFICIALLY | 8 SHARED VOTING POWER | |
| OWNED BY | | 30,539 |
| EACH | 9 SOLE DISPOSITIVE POWER | |
| REPORTING | | 0 |
| PERSON | 10 SHARED DISPOSITIVE POWER | |
| WITH | | 30,539 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | | 30,539 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | <input type="checkbox"/> |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | |
| | Less than 0.1% | |
| 14 | TYPE OF REPORTING PERSON | |
| | PN | |

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| | | |
|---|---|--|
| 1 | NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON | |
| | GOLDMAN, SACHS MANAGEMENT GP GmbH | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | (a) <input type="checkbox"/> (b) <input type="checkbox"/> |
| 3 | SEC USE ONLY | |
| 4 | SOURCE OF FUNDS | |
| | AF | |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | <input type="checkbox"/> |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION | |

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GERMANY

| | | | |
|--------------|---|--------------------------|--------------------------|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF | | | 0 |
| SHARES | | | |
| BENEFICIALLY | 8 | SHARED VOTING POWER | |
| OWNED BY | | | 30,539 |
| EACH | 9 | SOLE DISPOSITIVE POWER | |
| REPORTING | | | 0 |
| PERSON | 10 | SHARED DISPOSITIVE POWER | |
| WITH | | | 30,539 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | |
| | | | 30,539 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | | |
| | | | <input type="checkbox"/> |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | |
| | | | Less than 0.1% |
| 14 | TYPE OF REPORTING PERSON | | |
| | | | CO |

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| | | | |
|---|---|-----|-----------------------------------|
| 1 | NAME OF REPORTING PERSON | | |
| | S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON | | |
| | | | GS EMPLOYEE FUNDS 2000 GP, L.L.C. |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | | |
| | | (a) | <input type="checkbox"/> |
| | | (b) | <input type="checkbox"/> |
| 3 | SEC USE ONLY | | |
| 4 | SOURCE OF FUNDS | | |
| | | | AF |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | | |
| | | | <input type="checkbox"/> |

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6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY

232,075

9 SOLE DISPOSITIVE POWER

EACH

0

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER

WITH

232,075

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

232,075

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.3%(1)

14 TYPE OF REPORTING PERSON

OO

(1) This percentage is calculated in accordance with Rule 13d-3(d)(1) of the Securities Exchange Act of 1934, as amended, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Employee Funds 2000 GP, L.L.C.

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1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

STONE STREET 2000, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

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3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

7 SOLE VOTING POWER

NUMBER OF
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 24,086

9 SOLE DISPOSITIVE POWER
EACH 0

REPORTING
PERSON 10 SHARED DISPOSITIVE POWER
WITH 24,086

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
24,086

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
Less than 0.1%

14 TYPE OF REPORTING PERSON
OO

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
GS CAPITAL PARTNERS 2000, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

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3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY

730,451

9 SOLE DISPOSITIVE POWER

EACH

0

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER

WITH

730,451

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

730,451

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.8%(1)

14 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GS CAPITAL PARTNERS 2000 OFFSHORE, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

7 SOLE VOTING POWER

NUMBER OF
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 265,401

9 SOLE DISPOSITIVE POWER
EACH 0

REPORTING
PERSON 10 SHARED DISPOSITIVE POWER
WITH 265,401

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

265,401

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.3% (1)

14 TYPE OF REPORTING PERSON

PN

(1) This percentage is calculated in accordance with Rule 13d-3(d)(1) of the Securities Exchange Act of 1934, as amended, which specifically excludes from such calculation all securities not outstanding which are

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subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Capital Partners 2000 Offshore, L.P.

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- 1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GS CAPITAL PARTNERS 2000 GmbH & CO. BETEILIGUNGS KG
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS

WC
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION

GERMANY
- 7 SOLE VOTING POWER

NUMBER OF
SHARES 0
- BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 30,539
- 9 SOLE DISPOSITIVE POWER

EACH 0
- REPORTING
PERSON 10 SHARED DISPOSITIVE POWER

WITH 30,539
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

30,539
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Less than 0.1%

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14 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GS CAPITAL PARTNERS 2000 EMPLOYEE FUND, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 232,075

9 SOLE DISPOSITIVE POWER

EACH

0

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER

WITH 232,075

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

232,075

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.3%(1)

14 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

STONE STREET FUND 2000, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 24,086

9 SOLE DISPOSITIVE POWER

EACH

0

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER

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WITH 24,086

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

24,086

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

Less than 0.1%

14 TYPE OF REPORTING PERSON

PN

SCHEDULE 13D

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

LXH HOLDINGS CORP.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY

0

9 SOLE DISPOSITIVE POWER

EACH

0

REPORTING

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PERSON 10 SHARED DISPOSITIVE POWER
WITH 0
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
0
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES |_
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.0%
14 TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP No. 428291 10 8

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
LXH HOLDINGS, L.P.
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_
(b) |_
3 SEC USE ONLY
4 SOURCE OF FUNDS
AF
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e) |_
6 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE
7 SOLE VOTING POWER
NUMBER OF
SHARES 0
BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 0
EACH 9 SOLE DISPOSITIVE POWER
0

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REPORTING

PERSON 10 SHARED DISPOSITIVE POWER
WITH 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.0%

14 TYPE OF REPORTING PERSON
PN

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
LXH, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF, WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

7 SOLE VOTING POWER

NUMBER OF
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 4

9 SOLE DISPOSITIVE POWER
EACH

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0
REPORTING
PERSON 10 SHARED DISPOSITIVE POWER
WITH 4
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |_
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
LESS THAN 0.1%
14 TYPE OF REPORTING PERSON
OO

SCHEDULE 13D

CUSIP No. 428291 10 8

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
LXH II, L.L.C.
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_
(b) |_
3 SEC USE ONLY
4 SOURCE OF FUNDS
AF, WC
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) |_
6 CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE
7 SOLE VOTING POWER
NUMBER OF
SHARES 0
BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 3
9 SOLE DISPOSITIVE POWER

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EACH
 0
 REPORTING
 PERSON 10 SHARED DISPOSITIVE POWER
 WITH 3
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 3
 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
 CERTAIN SHARES |_
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 LESS THAN 0.1%
 14 TYPE OF REPORTING PERSON
 OO

This Amendment No. 10, filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman, Sachs & Co. ("Goldman Sachs"), GS Advisors 2000, L.L.C. ("GS Advisors"), Goldman, Sachs & Co. oHG ("GS oHG"), Goldman, Sachs Management GP GmbH ("GS GmbH"), GS Employee Funds 2000 GP, L.L.C. ("GS Employee 2000"), Stone Street 2000, L.L.C. ("Stone 2000"), GS Capital Partners 2000, L.P. ("GS Capital"), GS Capital Partners 2000 Offshore, L.P. ("GS Offshore"), GS Capital Partners 2000 GmbH & Co. Beteiligungs KG ("GS Germany"), GS Capital Partners 2000 Employee Fund, L.P. ("GS Employee"), Stone Street Fund 2000, L.P. ("Stone Street" and, together with GS Capital, GS Offshore, GS Germany and GS Employee, the "Limited Partnerships"), LXH Holdings Corp. ("LXH Corp."), LXH Holdings, L.P. ("LXH L.P."), LXH, L.L.C. ("LXH"), and LXH II, L.L.C. ("LXH II" and, together with LXH, the "Original Purchasers") (GS Group, Goldman Sachs, GS Advisors, GS oHG, GS GmbH, GS Employee 2000, Stone 2000, the Limited Partnerships, LXH Corp., LXH L.P., and the Original Purchasers, collectively, the "Filing Persons"), amends and supplements the Schedule 13D filed by the Filing Persons with the Securities and Exchange Commission (the "SEC") on December 28, 2000 (as amended by Amendment No. 1 filed on December 20, 2002, Amendment No. 2 filed on March 21, 2003, Amendment No. 3 filed on November 30, 2004, Amendment No. 4 filed on December 21, 2004, Amendment No. 5 filed on December 27, 2004, Amendment No. 6 filed on July 15, 2005, Amendment No. 7 filed on August 10, 2005, Amendment No. 8 filed on January 4, 2006, and Amendment No. 9 filed on March 3, 2006, the "Schedule 13D"), relating to the common stock, par value \$0.01 per share (the "Common Stock"), of Hexcel Corporation, a Delaware corporation (the "Company"). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Schedule 13D.(1)

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 is hereby amended by adding the following immediately before the final three paragraphs thereof:

Pursuant to an underwriting agreement, dated March 9, 2006 (the "March 2006 Underwriting Agreement"), by and among the Company, the GS Selling Stockholders, the Other Purchasers (collectively with the GS

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Selling Stockholders, the "March 2006 Selling Stockholders") and the representatives of the several underwriters listed in Schedule I thereto (collectively, the "March 2006 Underwriters"), the March 2006 Underwriters agreed to purchase from the March 2006 Selling Stockholders and the March 2006 Selling Stockholders agreed to sell to the March 2006 Underwriters an aggregate of 21,433,306 shares of Common Stock (the "March 2006 Sale"), which aggregate amount includes 12,825,521 shares held by the GS Selling Stockholders. In addition, pursuant to the March 2006 Underwriting Agreement, the Other Purchasers granted the March 2006 Underwriters an option, exercisable within 30 days after the date of the March 2006 Underwriting Agreement, to purchase an additional 1,282,552 shares of Common Stock from the Other Purchasers at the same purchase price per share for the purpose of covering over-allotments (the "March 2006 Over-Allotment Option").

1 Neither the present filing nor anything contained herein will be construed as an admission that any filing Person constitutes a "person" for any purpose other than for compliance with Section 13(d) of the Securities Exchange Act of 1934.

Pursuant to the final prospectus (the "March 2006 Offering Prospectus") dated March 9, 2006 (the "March 2006 Offering Prospectus Date") and filed by the Company on March 10, 2006 pursuant to Rule 424(b) of the Securities Act, the public offering price in the public offering of Common Stock by the Company was \$20.00 per share and the underwriting discount was \$0.80 per share. Pursuant to the March 2006 Underwriting Agreement, the March 2006 Underwriters agreed to purchase shares of Common Stock in the March 2006 Sale and upon exercise of the March 2006 Over-Allotment Option at a price per share of \$19.20 (which is net of underwriting discounts and commissions). Accordingly, the GS Selling Stockholders sold an aggregate of 12,825,521 shares of Common Stock to the March 2006 Underwriters at a price per share of \$19.20 (which is net of underwriting discounts and commissions) for an aggregate amount of \$246,250,003.20. The March 2006 Underwriting Agreement contains standard terms and conditions for a public offering including customary representations and warranties and indemnity provisions. The foregoing description of the March 2006 Underwriting Agreement is not intended to be complete and is qualified in its entirety by the complete text of the March 2006 Underwriting Agreement, the form of which is incorporated herein by reference to Exhibit 1.1 to the Company's Registration Statement on Form S-3 (No. 333-132101) filed on February 28, 2006.

The March 2006 Sale was consummated on March 15, 2006.

Pursuant to the Amended and Restated Governance Agreement, if at any time the number of nominees entitled to be designated by the GS Selling Stockholders for election to the Board decreases, then, within ten days thereafter, the GS Selling Stockholders must cause a sufficient number of directors nominated by the GS Selling Stockholders and serving on the Board (the "GS Designated Directors") to resign from the Board so that the number of GS Designated Directors after such resignation(s) equals the number of nominees that the GS Selling Stockholders would have been entitled to designate had an election of directors taken place at such time. Upon consummation of the March 2006 Sale, the number of nominees that the GS Selling Stockholders are entitled to designate for election to the Board pursuant to the Amended and Restated Governance Agreement decreased from two to zero. Accordingly, on March 15, 2006, the remaining two GS Designated Directors resigned from the Board.

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Additionally, upon the consummation of the March 2006 Sale, the Amended and Restated Governance Agreement terminated in accordance with its terms.

ITEM 5. INTERESTS IN SECURITIES OF THE ISSUER.

Item 5 is hereby amended and restated in its entirety as follows:

(a) As of March 15, 2006, GS Group may be deemed to beneficially own an aggregate of 1,533,764 shares of Common Stock, consisting of: (i) 7 shares of Common Stock that are beneficially owned by the Original Purchasers, as described below; (ii) (A) (I) 10,000 options granted to Mr. Mehra on December 19, 2000 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 10,000 shares of Common Stock, (II) 2,000 options granted to Mr. Mehra on May 10, 2001 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (III) 8,000 options granted to Mr. Mehra on July 31, 2001 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 8,000 shares of Common Stock, (IV) 2,000 options granted to Mr. Mehra on May 9, 2002 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (V) 2,000 options granted to Mr. Mehra on May 22, 2003 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (VI) 1,590 restricted stock units granted to Mr. Mehra on November 16, 2004 pursuant to the Hexcel Incentive Stock Plan, of which one-third of such restricted stock units vested on the date of grant and an additional one-third of such restricted stock units vested on November 16, 2005, and all of such vested restricted stock units converted into an equal number of shares of Common Stock on March 15, 2006, the date of Mr. Mehra's resignation as a director of the Company; the remaining one-third of such restricted stock units that had not yet vested as of March 15, 2006 were forfeited and cancelled on such date, and (VII) 1,503 restricted stock units granted to Mr. Mehra on May 19, 2005 pursuant to the Hexcel Incentive Stock Plan, of which one-third of such restricted stock units vested on the date of grant and were converted into an equal number of shares of Common Stock on March 15, 2006, the date of Mr. Mehra's resignation as a director of the Company, an additional one-third of such restricted stock units will vest on May 19, 2006, the remaining one-third of such restricted stock units will vest on May 19, 2007 and all of such restricted stock units that had not yet vested as of March 15, 2006 were forfeited and cancelled on such date (Sanjeev K. Mehra has an understanding with GS Group pursuant to which he holds the options and restricted stock units described above in (A)(I) through (A)(VII) for the benefit of GS Group), and (B) (I) 10,000 options granted to Mr. Sacerdote on December 19, 2000 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 10,000 shares of Common Stock, (II) 2,000 options granted to Mr. Sacerdote on May 10, 2001 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (III) 2,000 options granted to Mr. Sacerdote on May 9, 2002 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (IV) 2,000 options granted to Mr. Sacerdote on May 22, 2003 pursuant to the Hexcel Incentive Stock Plan, of which all of such options are currently exercisable for 2,000 shares of Common Stock, (V) 1,590 restricted stock units granted to Mr. Sacerdote on November 16, 2004 pursuant to the Hexcel Incentive Stock Plan, of which one-third of such restricted stock units vested on the date of grant and an additional one-third of such restricted stock units vested on November 16, 2005, and all of such vested restricted stock units converted into an equal

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number of shares of Common Stock on March 15, 2006, the date of Mr. Sacerdote's resignation as a director of the Company; the remaining one-third of such restricted stock units that had not yet vested as of March 15, 2006 were forfeited and cancelled on such date, and (VI) 1,503 restricted stock units granted to Mr. Sacerdote on May 19, 2005 pursuant to the Hexcel Incentive Stock Plan, of which one-third of such restricted stock units vested on the date of grant and were converted into an equal number of shares of Common Stock on March 15, 2006, the date of Mr. Sacerdote's resignation as a director of the Company, an additional one-third of such restricted stock units will vest on May 19, 2006, the remaining one-third of such restricted stock units will vest on May 19, 2007 and all of such restricted stock units that had not yet vested as of March 15, 2006 were forfeited and cancelled on such date (Peter M. Sacerdote has an understanding with GS Group pursuant to which he holds the options and restricted stock units described above in (B)(I) through (B)(VI) for the benefit of GS Group); (iii) 1,282,545 shares of Common Stock that are beneficially owned by the Limited Partnerships, as described below; (iv) 199,890 shares of Common Stock held in client accounts with respect to which Goldman Sachs or employees of Goldman Sachs have investment discretion ("Managed Accounts"); and (v) 8,200 shares of Common Stock acquired in the ordinary course of business of Goldman Sachs or another wholly-owned broker or dealer subsidiary of GS Group in ordinary course trading activities. The shares of Common Stock that may be deemed to be beneficially owned by GS Group represent approximately 1.6% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Group.

As of March 15, 2006, Goldman Sachs may be deemed to beneficially own an aggregate of 1,490,642 shares of Common Stock, consisting of: (i) 7 shares of Common Stock that are beneficially owned by the Original Purchasers, as described below; (ii) 1,282,545 shares of Common Stock that are beneficially owned by the Limited Partnerships, as described below; (iii) 199,890 shares of Common Stock held in Managed Accounts; and (iv) 8,200 shares of Common Stock acquired by Goldman Sachs in ordinary course trading activities. The shares of Common Stock that may be deemed to be beneficially owned by Goldman Sachs represent approximately 1.6% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than Goldman Sachs.

GS Group and Goldman Sachs disclaim beneficial ownership of the shares of Common Stock beneficially owned by the Original Purchasers and the Limited Partnerships to the extent that partnership or membership interests, as the case may be, in the Limited Partnerships are held by persons other than Goldman Sachs or its affiliates.

GS Group and Goldman Sachs disclaim beneficial ownership of the shares of Common Stock held in Managed Accounts.

In accordance with Securities and Exchange Commission Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by the investment banking division of GS Group and its subsidiaries and affiliates (the "Investment Banking Division"). This

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filing does not reflect securities, if any, beneficially owned by any other operating unit of GS Group and its subsidiaries and affiliates. The Investment Banking Division disclaims beneficial ownership of securities, if any, beneficially owned by (i) any client accounts with respect to which the Investment Banking Division or its employees have voting or investment discretion, or both, and (ii) certain investment entities, of which the Investment Banking Division is the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Investment Banking Division.

As of March 15, 2006, GS Advisors may be deemed to beneficially own an aggregate of 995,852 shares of Common Stock, consisting of: (i) 6 shares of Common Stock, of which 4 shares may be deemed to be beneficially owned by GS Capital and 2 shares may be deemed to be beneficially owned by GS Offshore, as described below; and (ii) 995,846 shares of Common Stock, of which 730,447 shares are beneficially owned by GS Capital and 265,399 shares are beneficially owned by GS Offshore, as described below. The shares of Common Stock that may be deemed to be beneficially owned by GS Advisors represent approximately 1.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Advisors.

As of March 15, 2006, GS oHG may be deemed to beneficially own an aggregate of 30,539 shares of Common Stock consisting of 30,539 shares of Common Stock that are beneficially owned by GS Germany. The shares of Common Stock that may be deemed to be beneficially owned by GS oHG represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS oHG.

As of March 15, 2006, GS GmbH may be deemed to beneficially own an aggregate of 30,539 shares of Common Stock consisting of 30,539 shares of Common Stock beneficially owned by GS Germany. The shares of Common Stock that may be deemed to be beneficially owned by GS GmbH represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS GmbH.

As of March 15, 2006, GS Employee 2000 may be deemed to beneficially own an aggregate of 232,075 shares of Common Stock, consisting of: (i) 1 share of Common Stock that may be deemed to be beneficially owned by GS Employee; and (ii) 232,074 shares of Common Stock that are beneficially owned by GS Employee. The shares of Common Stock that may be deemed to be beneficially owned by GS Employee 2000 represent approximately 0.3% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing

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percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Employee 2000.

As of March 15, 2006, Stone 2000 may be deemed to beneficially own an aggregate of 24,086 shares of Common Stock consisting of 24,086 shares of Common Stock that are beneficially owned by Stone Street. The shares of Common Stock that may be deemed to be beneficially owned by Stone 2000 represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than Stone 2000.

As of March 15, 2006, GS Capital may be deemed to beneficially own an aggregate of 730,451 shares of Common Stock, consisting of: (i) 4 shares of Common Stock that are beneficially owned by LXH; and (ii) 730,447 shares of Common Stock that are beneficially owned by GS Capital. The shares of Common Stock that may be deemed to be beneficially owned by GS Capital represent approximately 0.8% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Capital.

As of March 15, 2006, GS Offshore may be deemed to beneficially own an aggregate of 265,401 shares of Common Stock, consisting of: (i) 2 shares of Common Stock that are beneficially owned by LXH II; and (ii) 265,399 shares of Common Stock that are beneficially owned by GS Offshore. The shares of Common Stock that may be deemed to be beneficially owned by GS Offshore represent approximately 0.3% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Offshore.

As of March 15, 2006, GS Germany may be deemed to beneficially own an aggregate of 30,539 shares of Common Stock. The shares of Common Stock that may be deemed to be beneficially owned by GS Germany represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Germany.

As of March 15, 2006, GS Employee may be deemed to beneficially own an aggregate of 232,075 shares of Common Stock, consisting of: (i) 1 share of Common Stock that is beneficially owned by LXH II; and (ii)

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232,074 shares of Common Stock that are beneficially owned by GS Employee. The shares of Common Stock that may be deemed to be beneficially owned by GS Employee represent approximately 0.3% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than GS Employee.

As of March 15, 2006, Stone Street may be deemed to beneficially own an aggregate of 24,086 shares of Common Stock. The shares of Common Stock that may be deemed to be beneficially owned by Stone Street represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company. The foregoing percentage was calculated in accordance with Rule 13d-3(d)(1) of the Exchange Act, which specifically excludes from such calculation all securities not outstanding which are subject to options, warrants, rights or conversion privileges and which are beneficially owned by any person other than Stone Street.

As of March 15, 2006, LXH Corp. may be deemed to beneficially own no shares of Common Stock.

As of March 15, 2006, LXH L.P. may be deemed to beneficially own no shares of Common Stock.

As of March 15, 2006, LXH beneficially owns 4 shares of Common Stock. The shares of Common Stock beneficially owned by LXH represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company.

As of March 15, 2006, LXH II beneficially owns 3 shares of Common Stock. The shares of Common Stock beneficially owned by LXH II represent less than 0.1% of the outstanding shares of Common Stock, based on there being 93,038,134 shares of Common Stock outstanding as of March 1, 2006, which number of shares outstanding was provided by the Company.

None of the Filing Persons or, to their knowledge, the persons listed on Schedules I, II-A-i, II-A-ii, II-B-i, II-B-ii, II-C or II-D hereto, beneficially owns any shares of Common Stock other than as set forth herein.

(b) Each Filing Person shares the power to vote or direct the vote and to dispose or to direct the disposition of shares of Common Stock beneficially owned by such Filing Person as indicated above.

(c) Schedule IV sets forth the transactions in the shares of Common Stock which have been effected during the period from March 1, 2006 through March 15, 2006. Except as described above, all of the transactions set forth on Schedule IV were effected in the ordinary course of business of Goldman Sachs or another wholly-owned broker or dealer subsidiary of GS Group in ordinary course trading activities. The transactions in the shares of Common Stock described on Schedule IV were effected on the New York Stock Exchange, the Archipelago Exchange or the over-the-counter market.

Except as described above, no transactions in the shares of Common Stock were effected by the Filing Persons, or, to their knowledge, any of the persons listed on Schedules I, II-A-i, II-A-ii, II-B-i, II-B-ii,

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II-C or II-D hereto, since the most recent filing on Schedule 13D by the Filing Persons relating to the Common Stock.

(d) Except for clients of Goldman Sachs who may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, any shares of Common Stock held in Managed Accounts, no other person is known by any Filing Person to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, any shares of Common Stock beneficially owned by any Filing Person.

(e) As of March 15, 2006, the Filing Persons ceased to be the beneficial owners of more than five percent of the shares of Common Stock.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Item 6 is hereby amended by adding the following immediately before the ultimate paragraph thereof:

Lock-Up Agreement. In connection with the March 2006 Sale, on February 28, 2006, the GS Selling Stockholders agreed not to offer, sell, contract to sell, pledge, grant any option to purchase, make any short sale or otherwise dispose of any shares of Common Stock, or any options or warrants to purchase any shares of Common Stock, or any securities convertible into, exchangeable for or that represent the right to receive shares of Common Stock, whether owned at the time of such agreement or acquired thereafter, owned directly by such person (including holding as a custodian) or with respect to which such person has beneficial ownership within the rules and regulations of the SEC during the period beginning from February 28, 2006 and continuing to and including the date that is 90 days after the March 2006 Offering Prospectus Date, without the prior written consent of the representatives of the March 2006 Underwriters, except that after the date that is 60 days after the March 2006 Offering Prospectus Date, the GS Selling Stockholders may sell up to an aggregate of 1,282,552 shares of Common Stock (the "March 2006 Lock-Up Agreement"). The foregoing description of the March 2006 Lock-Up Agreement is not intended to be complete and is qualified in its entirety by the complete text of the March 2006 Lock-Up Agreement, a copy of which is filed as Exhibit 49 hereto.

The responses set forth in Item 4 of this Amendment No. 10 to the Schedule 13D are incorporated herein by reference in their entirety.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 is hereby amended and restated in its entirety as follows:

| | |
|-----------|---|
| Exhibit 1 | Joint Filing Agreement, dated as of December 28, 2000.* |
| Exhibit 2 | Stock Purchase Agreement, dated as of October 11, 2000, by and among the Purchasers, Ciba and the Sellers.* |
| Exhibit 3 | \$20,680,780 7.5% Recourse Secured Pay-In-Kind Promissory Note, due December 31, 2004, issued by LXH to Ciba SCC.* |
| Exhibit 4 | \$15,631,720 7.5% Recourse Secured Pay-In-Kind Promissory Note, due December 31, 2004, issued by LXH II to Ciba SCC.* |
| Exhibit 5 | Hexcel Agreement, dated as of October 11, 2000, by and between the Purchasers and the Company.* |
| Exhibit 6 | Governance Agreement, dated as of December 19, 2000, by and among the Purchasers, the Company and the other parties listed on the signature pages thereto.* |

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- Exhibit 7 Registration Rights Agreement, dated as of December 19, 2000, by and between the Company and the Purchasers.*
- Exhibit 8 Pledge Agreement, dated as of December 19, 2000, by LXH in favor of Ciba SCC.*
- Exhibit 9 Pledge Agreement, dated as of December 19, 2000, by LXH II in favor of Ciba SCC.*
- Exhibit 10 Power of Attorney, dated as of January 6, 2003, relating to The Goldman Sachs Group, Inc.*
- Exhibit 11 Power of Attorney, dated as of January 6, 2003, relating to Goldman, Sachs & Co.*
- Exhibit 12 Power of Attorney, dated as of March 19, 2003, relating to GS Advisors 2000, L.L.C.*
- Exhibit 13 Power of Attorney, dated as of March 28, 2000, relating to Goldman, Sachs & Co. oHG.*
- Exhibit 14 Power of Attorney, dated as of March 19, 2003, relating to Goldman, Sachs Management GP GmbH.*
- Exhibit 15 Power of Attorney, dated as of February 24, 2003, relating to GS Employee Funds 2000 GP, L.L.C.*
- Exhibit 16 Power of Attorney, dated as of March 19, 2003, relating to Stone Street 2000, L.L.C.*
- Exhibit 17 Power of Attorney, dated as of March 19, 2003, relating to GS Capital Partners 2000, L.P.*
- Exhibit 18 Power of Attorney, dated as of March 19, 2003, relating to GS Capital Partners 2000 Offshore, L.P.*
- Exhibit 19 Power of Attorney, dated as of March 19, 2003, relating to GS Capital Partners 2000 GmbH & Co. Beteiligungs KG.*
- Exhibit 20 Power of Attorney, dated as of March 19, 2003, relating to GS Capital Partners 2000 Employee Fund, L.P.*
- Exhibit 21 Power of Attorney, dated as of March 19, 2003, relating to Stone Street Fund 2000, L.P.*
- Exhibit 22 Power of Attorney, dated as of March 19, 2003, relating to LXH Holdings Corp.*
- Exhibit 23 Power of Attorney, dated as of March 19, 2003, relating to LXH Holdings, L.P.*
- Exhibit 24 Power of Attorney, dated as of March 19, 2003, relating to LXH, L.L.C.*
- Exhibit 25 Power of Attorney, dated as of March 19, 2003, relating to LXH II, L.L.C.*
- Exhibit 26 Stock Purchase Agreement, dated as of December 18, 2002, by and among the Company and the Limited Partnerships.*
- Exhibit 27 Form of Amended and Restated Governance Agreement, among the Original Purchasers, the Limited Partnerships and the Company.*
- Exhibit 28 Form of Amended and Restated Registration Rights Agreement, among the Company, the Original Purchasers and the Limited Partnerships.*
- Exhibit 29 Form of Certificate of Designations of Series A Preferred Stock.*
- Exhibit 30 Form of Certificate of Designations of Series B Preferred Stock.*
- Exhibit 31 Power of Attorney, dated as of December 12, 2003, relating to The Goldman Sachs Group, Inc.*
- Exhibit 32 Power of Attorney, dated as of November 19, 2003, relating to Goldman, Sachs & Co.*
- Exhibit 33 Power of Attorney, dated as of August 19, 2004, relating to GS Advisors 2000, L.L.C.*
- Exhibit 34 Power of Attorney, dated as of August 5, 2004, relating to Goldman, Sachs & Co. oHG.*
- Exhibit 35 Power of Attorney, dated as of August 19, 2004, relating to Goldman, Sachs Management GP GmbH.*
- Exhibit 36 Power of Attorney, dated as of August 19, 2004, relating to GS Employee Funds 2000 GP, L.L.C.*

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- Exhibit 37 Power of Attorney, dated as of August 23, 2004, relating to Stone Street 2000, L.L.C.*
- Exhibit 38 Power of Attorney, dated as of August 19, 2004, relating to GS Capital Partners 2000, L.P.*
- Exhibit 39 Power of Attorney, dated as of August 19, 2004, relating to GS Capital Partners 2000 Offshore, L.P.*
- Exhibit 40 Power of Attorney, dated as of August 19, 2004, relating to GS Capital Partners 2000 GmbH & Co. Beteiligungs KG.*
- Exhibit 41 Power of Attorney, dated as of August 19, 2004, relating to GS Capital Partners 2000 Employee Fund, L.P.*
- Exhibit 42 Power of Attorney, dated as of August 23, 2004, relating to Stone Street Fund 2000, L.P.*
- Exhibit 43 Power of Attorney, dated as of August 19, 2004, relating to LXH Holdings Corp.*
- Exhibit 44 Power of Attorney, dated as of August 19, 2004, relating to LXH Holdings, L.P.*
- Exhibit 45 Power of Attorney, dated as of August 19, 2004, relating to LXH, L.L.C.*
- Exhibit 46 Power of Attorney, dated as of August 19, 2004, relating to LXH II, L.L.C.*
- Exhibit 47 Lock-Up Agreement, dated December 3, 2004, by LXH, L.L.C., LXH II, L.L.C., GS Capital Partners 2000, L.P., GS Capital Partners 2000 Offshore, L.P., GS Capital Partners 2000 GmbH & Co. Beteiligungs KG, GS Capital Partners 2000 Employee Fund, L.P. and Stone Street Fund 2000, L.P.*
- Exhibit 48 Lock-Up Agreement, dated August 3, 2005, by LXH, L.L.C., LXH II, L.L.C., GS Capital Partners 2000, L.P., GS Capital Partners 2000 Offshore, L.P., GS Capital Partners 2000 GmbH & Co. Beteiligungs KG, GS Capital Partners 2000 Employee Fund, L.P. and Stone Street Fund 2000, L.P. *
- Exhibit 49 Lock-Up Agreement, dated February 28, 2006, by LXH, L.L.C., LXH II, L.L.C., GS Capital Partners 2000, L.P., GS Capital Partners 2000 Offshore, L.P., GS Capital Partners 2000 GmbH & Co. Beteiligungs KG, GS Capital Partners 2000 Employee Fund, L.P. and Stone Street Fund 2000, L.P.

* Previously filed.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 20, 2006

THE GOLDMAN SACHS GROUP, INC.

By: /s/Roger S. Begelman

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Name: Roger S. Begelman
Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS ADVISORS 2000, L.L.C.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GOLDMAN, SACHS & CO. OHG

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GOLDMAN, SACHS MANAGEMENT GP GMBH

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS EMPLOYEE FUNDS 2000 GP, L.L.C.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

STONE STREET 2000, L.L.C.

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By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS CAPITAL PARTNERS 2000, L.P.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS CAPITAL PARTNERS 2000 OFFSHORE, L.P.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS CAPITAL PARTNERS 2000 GMBH & CO.
BETEILIGUNGS KG

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS CAPITAL PARTNERS 2000 EMPLOYEE FUND, L.P.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

STONE STREET FUND 2000, L.P.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

LXH HOLDINGS CORP.

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By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

LXH HOLDINGS, L.P.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

LXH, L.L.C.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

LXH II, L.L.C.

By: /s/Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

SCHEDULE II-A-i

Schedule II-A-i is hereby amended and restated in its entirety as follows:

The name, position and present principal occupation of each executive officer of GS Advisors 2000, L.L.C., the sole general partner of each of GS Capital Partners 2000, L.P. and GS Capital Partners 2000 Offshore, L.P., are set forth below.

The business address for all the executive officers listed below is c/o Goldman, Sachs & Co., 85 Broad Street, New York, New York 10004, except as follows: The business address of Richard S. Sharp, Hughes B. Lepic, Robert R. Gheewalla, Sanjay H. Patel, Steffen J. Kastner, Bjorn P. Killmer, Benoit Valentin, Ulrika Werdelin and Martin Hintze is Peterborough Court, 133 Fleet Street, London EC4A 2BB, England. The business address of

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Sang Gyun Ahn, Mary Nee, Hsueh J. Sung and Andrew Wolff is Cheung Kong Center, 68th Floor, 2 Queens Road, Central, Hong Kong. The business address of Joseph P. DiSabato is 555 California Street, San Francisco, CA 94104. The business address of Muneer A. Satter is 71 South Wacker Drive, Chicago, IL 60606. The business address of Ankur A. Sahu is Roppongi Hills, Mori Tower, Level 43-48, 10-1, Roppongi 6-chome, Minato-ku, Tokyo, 106-6147, Japan.

All executive officers listed below are United States citizens, except as follows: Richard S. Sharp and Sarah E. Smith are citizens of the United Kingdom; Hughes B. Lepic and Benoit Valentin are citizens of France; Adrian M. Jones is a citizen of Ireland; Bjorn P. Killmer, Steffen J. Kastner and Martin Hintze are citizens of Germany; Hsueh Sung is a citizen of Taiwan, Ankur A. Sahu is a citizen of India, Sang Gyun Ahn is a citizen of South Korea and Ulrika Werdelin is a citizen of Sweden.

| Name | Position | Present Principal Occupation |
|-------------------------|--------------------------|--|
| Richard A. Friedman | President | Managing Director of Goldman, Sachs & Co. |
| Joseph H. Gleberman | Vice President | Managing Director of Goldman, Sachs & Co. |
| Henry Cornell | Vice President | Managing Director of Goldman, Sachs & Co. |
| Richard S. Sharp | Vice President | Managing Director of Goldman Sachs & Co. |
| Esta E. Stecher | Assistant Secretary | Managing Director of Goldman, Sachs & Co. |
| Sanjeev K. Mehra | Vice President | Managing Director of Goldman, Sachs & Co. |
| Muneer A. Satter | Vice President | Managing Director of Goldman, Sachs & Co. |
| Sanjay H. Patel | Vice President | Managing Director of Goldman Sachs & Co. |
| Hsueh J. Sung | Vice President | Managing Director of Goldman Sachs & Co. |
| Steven M. Bunson | Assistant Secretary | Managing Director of Goldman, Sachs & Co. |
| Elizabeth C. Fascitelli | Treasurer | Managing Director of Goldman, Sachs & Co. |
| David J. Greenwald | Assistant Secretary | Managing Director of Goldman, Sachs & Co. |
| Hughes B. Lepic | Vice President | Managing Director of Goldman Sachs & Co. |
| Russell E. Makowsky | Assistant Secretary | Managing Director of Goldman, Sachs & Co. |
| Sarah E. Smith | Assistant Treasurer | Managing Director of Goldman, Sachs & Co. |
| Gerald J. Cardinale | Vice President | Managing Director of Goldman, Sachs & Co. |
| Stephen S. Trevor | Vice President | Managing Director of Goldman, Sachs & Co. |
| Joseph P. DiSabato | Vice President | Managing Director of Goldman, Sachs & Co. |
| Robert R. Gheewalla | Vice President | Managing Director of Goldman Sachs & Co. |
| Ben I. Adler | Vice President | Managing Director of Goldman, Sachs & Co. |
| Melina E. Higgins | Vice President | Managing Director of Goldman, Sachs & Co. |
| Adrian M. Jones | Vice President | Managing Director of Goldman, Sachs & Co. |
| John E. Bowman | Vice President | Managing Director of Goldman, Sachs & Co. |
| Katherine B. Enquist | Vice President/Secretary | Managing Director of Goldman, Sachs & Co. |
| Beverly L. O'Toole | Assistant Secretary | Vice President and Associate General Counsel |
| Matthew E. Tropp | Assistant Secretary | Vice President and Associate General Counsel |
| Mitchell S. Weiss | Vice President | Vice President of Goldman, Sachs & Co. |
| Mary Nee | Vice President | Executive Director of Goldman Sachs & Co. |
| Ulrika Werdelin | Vice President | Managing Director of Goldman Sachs & Co. |
| Kenneth A. Pontarelli | Vice President | Managing Director of Goldman, Sachs & Co. |
| Steffen J. Kastner | Vice President | Managing Director of Goldman Sachs & Co. |
| Stuart A. Katz | Vice President | Managing Director of Goldman, Sachs & Co. |
| Bjorn P. Killmer | Vice President | Managing Director of Goldman Sachs & Co. |
| Sang Gyun Ahn | Vice President | Managing Director of Goldman Sachs & Co. |
| Martin Hintze | Vice President | Managing Director of Goldman Sachs & Co. |
| Michael E. Koester | Vice President | Managing Director of Goldman, Sachs & Co. |
| Ankur A. Sahu | Vice President | Managing Director of Goldman Sachs & Co. |
| Andrew E. Wolff | Vice President | Managing Director of Goldman Sachs & Co. |
| Christine Serfin | Vice President | Vice President of Goldman, Sachs & Co. |
| Julie Abraham | Assistant Secretary | Vice President and Assistant General Counsel |

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SCHEDULE II-C

The name, position and present principal occupation of each executive officer of Stone Street 2000, L.L.C., the sole general partner of Stone Street Fund 2000, L.P., are set forth below.

The business address for all the executive officers listed below is c/o Goldman, Sachs & Co., 85 Broad Street, New York, New York 10004, except as follows: The business address of Richard S. Sharp, Hughes B. Lepic, Robert R. Gheewalla, Sanjay H. Patel, Steffen J. Kastner, Bjorn P. Killmer, Ulrika Werdelin and Martin Hintze is Peterborough Court, 133 Fleet Street, London EC4A 2BB, England. The business address of Sang Gyun Ahn, Mary Nee, Hsueh J. Sung and Andrew Wolff is Cheung Kong Center, 68th Floor, 2 Queens Road, Central, Hong Kong. The business address of Joseph P. DiSabato is 555 California Street, San Francisco, CA 94104. The business address of Muneer A. Satter is 71 South Wacker Drive, Chicago, IL 60606. The business address of Ankur A. Sahu is Roppongi Hills, Mori Tower, Level 43-48, 10-1, Roppongi 6-chome, Minato-ku, Tokyo, 106-6147, Japan.

All executive officers listed below are United States citizens, except as follows: Richard S. Sharp and Sarah E. Smith are citizens of the United Kingdom; Hughes B. Lepic is a citizen of France; Adrian M. Jones is a citizen of Ireland; Bjorn P. Killmer, Steffen J. Kastner and Martin Hintze are citizens of Germany; Ulrika Werdelin is a citizen of Sweden, Hsueh J. Sung is a citizen of Taiwan, Ankur A. Sahu is a citizen of India and Sang Gyun Ahn is a citizen of South Korea.

| Name | Position | Present Principal Occupation |
|-------------------------|------------------------------------|--------------------------------------|
| Peter M. Sacerdote | Chairman/President | Advisory Director of Goldman, Sachs |
| Peter G. Sachs | Vice President | Senior Director of The Goldman Sachs |
| Richard A. Friedman | Vice President | Managing Director of Goldman, Sachs |
| Joseph H. Gleberman | Vice President | Managing Director of Goldman, Sachs |
| Henry Cornell | Vice President | Managing Director of Goldman, Sachs |
| Richard S. Sharp | Vice President | Managing Director of Goldman Sachs |
| Esta E. Stecher | Vice President/Assistant Secretary | Managing Director of Goldman, Sachs |
| Sanjeev K. Mehra | Vice President/Treasurer | Managing Director of Goldman, Sachs |
| Muneer A. Satter | Vice President | Managing Director of Goldman, Sachs |
| Hsueh J. Sung | Vice President | Managing Director of Goldman Sachs |
| Steven M. Bunson | Assistant Secretary | Managing Director of Goldman, Sachs |
| Elizabeth C. Fascitelli | Vice President | Managing Director of Goldman, Sachs |
| David J. Greenwald | Vice President/Assistant Secretary | Managing Director of Goldman, Sachs |
| Hughes B. Lepic | Vice President | Managing Director of Goldman Sachs |
| Russell E. Makowsky | Assistant Secretary | Managing Director of Goldman, Sachs |
| Sarah E. Smith | Assistant Treasurer | Managing Director of Goldman, Sachs |
| Stephen S. Trevor | Vice President | Managing Director of Goldman, Sachs |
| Joseph P. DiSabato | Vice President | Managing Director of Goldman, Sachs |
| Robert R. Gheewalla | Vice President | Managing Director of Goldman Sachs |
| Sanjay H. Patel | Vice President | Managing Director of Goldman Sachs |
| Ben I. Adler | Vice President | Managing Director of Goldman, Sachs |

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| | | |
|-----------------------|--------------------------|--------------------------------------|
| Melina E. Higgins | Vice President | Managing Director of Goldman, Sachs |
| John E. Bowman | Vice President | Managing Director of Goldman, Sachs |
| Carrie Teret | Vice President | Vice President of Goldman, Sachs & |
| Katherine B. Enquist | Vice President/Secretary | Managing Director of Goldman, Sachs |
| Beverly L. O'Toole | Assistant Secretary | Vice President and Associate General |
| Mitchell S. Weiss | Vice President | Vice President of Goldman, Sachs & |
| Matthew E. Tropp | Assistant Secretary | Vice President and Associate General |
| Mary Nee | Vice President | Executive Director of Goldman Sachs |
| Richard J. Stingi | Vice President | Vice President of Goldman, Sachs & |
| Ulrika Werdelin | Vice President | Managing Director of Goldman Sachs |
| Gerald J. Cardinale | Vice President | Managing Director of Goldman, Sachs |
| Adrian M. Jones | Vice President | Managing Director of Goldman, Sachs |
| Kenneth A. Pontarelli | Vice President | Managing Director of Goldman, Sachs |
| Steffen J. Kastner | Vice President | Managing Director of Goldman Sachs |
| Stuart A. Katz | Vice President | Managing Director of Goldman, Sachs |
| Bjorn P. Killmer | Vice President | Managing Director of Goldman Sachs |
| Sang Gyun Ahn | Vice President | Managing Director of Goldman Sachs |
| Martin Hintze | Vice President | Managing Director of Goldman Sachs |
| Michael E. Koester | Vice President | Managing Director of Goldman, Sachs |
| Ankur A. Sahu | Vice President | Managing Director of Goldman Sachs |
| Andrew E. Wolff | Vice President | Managing Director of Goldman Sachs |
| Julie Abraham | Assistant Secretary | Vice President and Assistant General |

SCHEDULE II-D

The name, position and present principal occupation of each executive officer of GS Employee Funds 2000 GP, L.L.C., the sole general partner of GS Capital Partners 2000 Employee Fund, L.P., are set forth below.

The business address for all the executive officers listed below is c/o Goldman, Sachs & Co., 85 Broad Street, New York, New York 10004, except as follows: The business address of Richard S. Sharp, Hughes B. Lepic, Robert R. Gheewalla, Sanjay H. Patel, Steffen J. Kastner, Bjorn P. Killmer, Ulrika Werdelin and Martin Hintze is Peterborough Court, 133 Fleet Street, London EC4A 2BB, England. The business address of Sang Gyun Ahn, Mary Nee, Hsueh J. Sung and Andrew Wolff is Cheung Kong Center, 68th Floor, 2 Queens Road, Central, Hong Kong. The business address of Joseph P. DiSabato is 555 California Street, San Francisco, CA 94104. The business address of Muneer A. Satter is 71 South Wacker Drive, Chicago, IL 60606. The business address of Ankur A. Sahu is Roppongi Hills, Mori Tower, Level 43-48, 10-1, Roppongi 6-chome, Minato-ku, Tokyo, 106-6147, Japan. All executive officers listed below are United States citizens, except as follows: Richard S. Sharp and Sarah E. Smith are citizens of the United Kingdom, Hughes B. Lepic is a citizen of France, Adrian M. Jones is a citizen of Ireland, Steffen J. Kastner, Bjorn P. Killmer and Martin Hitze are citizens of Germany, Ulrika Werdelin is a citizen of Sweden and Hsueh J. Sung is a citizen of Taiwan, Ankur A. Sahu is a citizen of India and Sang Gyun Ahn is a citizen of South Korea.

| Name | Position | Present Principal Occupation |
|------|----------|------------------------------|
|------|----------|------------------------------|

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| | | |
|-------------------------|------------------------------------|--|
| Richard A. Friedman | President | Managing Director of Goldman, Sachs |
| Joseph H. Gleberman | Vice President | Managing Director of Goldman, Sachs |
| Henry Cornell | Vice President | Managing Director of Goldman, Sachs |
| Richard S. Sharp | Vice President | Managing Director of Goldman Sachs |
| Esta E. Stecher | Vice President/Assistant Secretary | Managing Director of Goldman, Sachs |
| Sanjeev K. Mehra | Vice President/Treasurer | Managing Director of Goldman, Sachs |
| Muneer A. Satter | Vice President | Managing Director of Goldman, Sachs |
| Hsueh J. Sung | Vice President | Managing Director of Goldman Sachs |
| Steven M. Bunson | Assistant Secretary | Managing Director of Goldman, Sachs |
| Elizabeth C. Fascitelli | Vice President | Managing Director of Goldman, Sachs |
| David J. Greenwald | Vice President/Assistant Secretary | Managing Director of Goldman, Sachs |
| Hughes B. Lepic | Vice President | Managing Director of Goldman Sachs |
| Russell E. Makowsky | Assistant Secretary | Managing Director of Goldman, Sachs |
| Sarah E. Smith | Assistant Treasurer | Managing Director of Goldman, Sachs |
| Gerald J. Cardinale | Vice President | Managing Director of Goldman, Sachs |
| Stephen S. Trevor | Vice President | Managing Director of Goldman, Sachs |
| Joseph P. DiSabato | Vice President | Managing Director of Goldman, Sachs |
| Robert R. Gheewalla | Vice President | Managing Director of Goldman Sachs |
| Sanjay H. Patel | Vice President | Managing Director of Goldman Sachs |
| Ben I. Adler | Vice President | Managing Director of Goldman, Sachs |
| Melina E. Higgins | Vice President | Managing Director of Goldman, Sachs |
| Adrian M. Jones | Vice President | Managing Director of Goldman, Sachs |
| John E. Bowman | Vice President | Managing Director of Goldman, Sachs |
| Katherine B. Enquist | Vice President/Secretary | Managing Director of Goldman, Sachs |
| Beverly L. O'Toole | Assistant Secretary | Vice President and Associate General Counsel |
| Carrie Teret | Vice President | Vice President of Goldman, Sachs |
| Mitchell S. Weiss | Vice President | Vice President of Goldman, Sachs |
| Mary Nee | Vice President | Executive Director of Goldman Sachs |
| Matthew E. Tropp | Assistant Secretary | Vice President and Associate General Counsel |
| Richard J. Stingi | Vice President | Vice President of Goldman, Sachs |
| Ulrika Werdelin | Vice President | Managing Director of Goldman Sachs |
| Kenneth A. Pontarelli | Vice President | Managing Director of Goldman, Sachs |
| Steffen J. Kastner | Vice President | Managing Director of Goldman Sachs |
| Stuart A. Katz | Vice President | Managing Director of Goldman, Sachs |
| Bjorn P. Killmer | Vice President | Managing Director of Goldman Sachs |
| Sang Gyun Ahn | Vice President | Managing Director of Goldman Sachs |
| Martin Hintze | Vice President | Managing Director of Goldman Sachs |
| Michael E. Koester | Vice President | Managing Director of Goldman, Sachs |
| Ankur A. Sahu | Vice President | Managing Director of Goldman Sachs |
| Andrew E. Wolff | Vice President | Managing Director of Goldman Sachs |
| Christine Serfin | Vice President | Vice President of Goldman, Sachs |
| Julie Abraham | Assistant Secretary | Vice President and Assistant General Counsel |

SCHEDULE IV

| Purchases | Sales | Price | Trade Date | Settlement Date |
|-----------|-------|---------|------------|-----------------|
| 1550 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1550 | | 20.0000 | 3/9/06 | 3/15/06 |
| 2050 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1030 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1025 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1025 | | 20.0000 | 3/9/06 | 3/15/06 |
| 4600 | | 20.0000 | 3/9/06 | 3/15/06 |

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| | | | | |
|-------|------|---------|---------|---------|
| 1025 | | 20.0000 | 3/9/06 | 3/15/06 |
| 2050 | | 20.0000 | 3/9/06 | 3/15/06 |
| 2500 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1025 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1030 | | 20.0000 | 3/9/06 | 3/15/06 |
| 775 | | 20.0000 | 3/9/06 | 3/15/06 |
| 15800 | | 20.0000 | 3/9/06 | 3/15/06 |
| 31700 | | 20.0000 | 3/9/06 | 3/15/06 |
| 8000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 15800 | | 20.0000 | 3/9/06 | 3/15/06 |
| 11900 | | 20.0000 | 3/9/06 | 3/15/06 |
| 11900 | | 20.0000 | 3/9/06 | 3/15/06 |
| 8000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 8000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 8000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 8000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 7900 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1000 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1550 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1550 | | 20.0000 | 3/9/06 | 3/15/06 |
| 1030 | | 20.0000 | 3/9/06 | 3/15/06 |
| 9 | | 20.1896 | 3/13/06 | 3/16/06 |
| 1232 | | 20.1900 | 3/13/06 | 3/16/06 |
| 654 | | 20.2100 | 3/13/06 | 3/16/06 |
| | 9 | 20.1896 | 3/13/06 | 3/16/06 |
| 300 | | 20.1100 | 3/14/06 | 3/17/06 |
| 200 | | 20.1100 | 3/14/06 | 3/17/06 |
| 100 | | 20.1000 | 3/14/06 | 3/17/06 |
| | 600 | 20.2120 | 3/14/06 | 3/17/06 |
| | 100 | 20.2900 | 3/14/06 | 3/17/06 |
| | 100 | 20.3000 | 3/14/06 | 3/17/06 |
| | 200 | 20.3100 | 3/14/06 | 3/17/06 |
| | 700 | 20.3200 | 3/14/06 | 3/17/06 |
| | 500 | 20.3300 | 3/14/06 | 3/17/06 |
| | 1000 | 20.3400 | 3/14/06 | 3/17/06 |
| | 400 | 20.2700 | 3/14/06 | 3/17/06 |
| | 200 | 20.2200 | 3/14/06 | 3/17/06 |
| | 600 | 20.2100 | 3/14/06 | 3/17/06 |
| | 1500 | 20.2100 | 3/14/06 | 3/17/06 |
| | 200 | 20.3000 | 3/14/06 | 3/17/06 |
| | 400 | 20.3100 | 3/14/06 | 3/17/06 |
| 772 | | 20.3297 | 3/14/06 | 3/17/06 |
| 100 | | 20.3300 | 3/14/06 | 3/17/06 |
| 100 | | 20.3400 | 3/14/06 | 3/17/06 |
| 100 | | 20.3600 | 3/14/06 | 3/17/06 |
| 100 | | 20.3700 | 3/14/06 | 3/17/06 |
| 100 | | 20.4600 | 3/14/06 | 3/17/06 |
| 100 | | 20.4500 | 3/14/06 | 3/17/06 |
| 100 | | 20.4100 | 3/14/06 | 3/17/06 |
| 100 | | 20.3500 | 3/14/06 | 3/17/06 |
| 200 | | 20.2900 | 3/14/06 | 3/17/06 |
| 300 | | 20.3200 | 3/14/06 | 3/17/06 |
| 458 | | 20.3400 | 3/14/06 | 3/17/06 |
| 300 | | 20.3100 | 3/14/06 | 3/17/06 |
| 200 | | 20.3600 | 3/14/06 | 3/17/06 |
| 400 | | 20.3300 | 3/14/06 | 3/17/06 |
| 900 | | 20.3000 | 3/14/06 | 3/17/06 |
| 442 | | 20.3500 | 3/14/06 | 3/17/06 |
| 1000 | | 20.3600 | 3/14/06 | 3/17/06 |
| 739 | | 20.3300 | 3/14/06 | 3/17/06 |
| | 772 | 20.3297 | 3/14/06 | 3/17/06 |
| | 210 | 20.3300 | 3/14/06 | 3/17/06 |

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| | | | | |
|-----|------|---------|---------|---------|
| | 632 | 20.3740 | 3/14/06 | 3/17/06 |
| | 1268 | 20.3740 | 3/14/06 | 3/17/06 |
| | 320 | 20.3740 | 3/14/06 | 3/17/06 |
| | 632 | 20.3740 | 3/14/06 | 3/17/06 |
| | 476 | 20.3740 | 3/14/06 | 3/17/06 |
| | 476 | 20.3740 | 3/14/06 | 3/17/06 |
| | 320 | 20.3740 | 3/14/06 | 3/17/06 |
| | 200 | 20.2500 | 3/14/06 | 3/17/06 |
| | 300 | 20.2500 | 3/15/06 | 3/20/06 |
| | 200 | 20.2500 | 3/15/06 | 3/20/06 |
| | 1512 | 20.5000 | 3/15/06 | 3/20/06 |
| 746 | | 20.3200 | 3/15/06 | 3/20/06 |
| | 2528 | 20.5205 | 3/15/06 | 3/20/06 |
| | 5072 | 20.5205 | 3/15/06 | 3/20/06 |
| | 1280 | 20.5205 | 3/15/06 | 3/20/06 |
| | 2528 | 20.5205 | 3/15/06 | 3/20/06 |
| | 1904 | 20.5205 | 3/15/06 | 3/20/06 |
| | 1904 | 20.5205 | 3/15/06 | 3/20/06 |
| | 1280 | 20.5205 | 3/15/06 | 3/20/06 |
| | 1600 | 20.5562 | 3/15/06 | 3/20/06 |
| | 1600 | 20.5562 | 3/15/06 | 3/20/06 |
| | 1600 | 20.5562 | 3/15/06 | 3/20/06 |
| | 1580 | 20.5562 | 3/15/06 | 3/20/06 |