

CATHAY GENERAL BANCORP  
 Form 4  
 November 20, 2013

**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 \*  
**CHENG DUNSON K**

2. Issuer Name and Ticker or Trading Symbol  
**CATHAY GENERAL BANCORP [CATY]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**777 NORTH BROADWAY**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/18/2013**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman, President, & CEO**

**LOS ANGELES, CA 90012**

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

(City) (State) (Zip)

**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	11/18/2013		M		25,000 A \$ 24.8	132,957	D
Common Stock	11/18/2013		S		25,000 D \$ 25.4688 (1)	107,957	D
Common Stock	11/19/2013		M		5,400 A \$ 24.8	113,357	D
Common Stock	11/19/2013		S		5,400 D \$ 25.367 (2)	107,957	D
Common Stock						102,485	I By ESOP

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Common Stock	445,577	I	Husband & Wife Trust
Common Stock	182,452	I	Nonmarital Shares Trust

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 Derivative Security	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) or Disposed of (D) (Instr. 3, 4, and 5)	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 Number Shares
Stock Option	\$ 24.8	11/18/2013		M	25,000	11/20/2004 <sup>(3)</sup> 11/20/2013	Common Stock 25,000
Stock Option	\$ 24.8	11/19/2013		M	5,400	11/20/2004 <sup>(3)</sup> 11/20/2013	Common Stock 5,400
Stock Option	\$ 37					02/17/2006 <sup>(3)</sup> 02/17/2015	Common Stock 154,000
Stock Option	\$ 32.47					03/22/2005 <sup>(3)</sup> 03/22/2015	Common Stock 245,000
Stock Option	\$ 33.54					11/20/2005 <sup>(3)</sup> 05/12/2015	Common Stock 264,000
Stock Option	\$ 36.24					01/25/2007 <sup>(3)</sup> 01/25/2016	Common Stock 154,000
Stock Option	\$ 23.37					02/21/2009 <sup>(3)</sup> 02/21/2018	Common Stock 154,000
Stock Option	\$ 23.37					02/21/2009 <sup>(3)</sup> 02/21/2018	Common Stock 100,000
Restricted Stock Units	(4)					(5) (5)	Common Stock 21,900
	(4)					(6) (6)	11,800

Restricted  
Stock  
Units

Common  
Stock

Restricted  
Stock  
Units

(4)

(7)

(7)

Common  
Stock

30,4

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHENG DUNSON K 777 NORTH BROADWAY LOS ANGELES, CA 90012	X		Chairman, President, & CEO	

## Signatures

Monica Chen,  
attorney-in-fact

11/20/2013

\*\*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) Represents the weighted average sales price per share. The shares were sold at prices ranging from \$25.3000 to \$25.7200 per shares. Full information regarding the number of shares sold at each separate price will be provided, upon request, to the staff of the U.S. Securities and Exchange Commission, the Issuer, or any security holder of the Issuer.

(2) Represents the weighted average sales price per share. The shares were sold at prices ranging from \$25.3000 to \$25.4400 per shares. Full information regarding the number of shares sold at each separate price will be provided, upon request, to the staff of the U.S. Securities and Exchange Commission, the Issuer, or any security holder of the Issuer.

(3) The option is fully exercisable.

(4) Consists of long term restricted stock units within the meaning of the Emergency Economic Stabilization Act of 2008, as amended from time to time, and the rules and regulations promulgated thereunder ("EESA"). Each unit represents a contingent right to receive one share of CATY Common Stock.

(5) These restricted stock units are scheduled to vest in a single installment on December 15, 2013, or earlier in the event of death or disability, and are subject to certain transfer restrictions under EESA.

(6) These restricted stock units are scheduled to vest in a single installment on December 20, 2014, or earlier in the event of death or disability, and are subject to certain transfer restrictions under EESA.

(7) These restricted stock units are scheduled to vest in a single installment on May 8, 2014, or earlier in the event of death or disability, and are subject to certain transfer restrictions under EESA.

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

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