CATHAY GENERAL BANCORP

Form 4 October 01, 2013

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

Expires: January 31, 2005

OMB APPROVAL

Section 16.
Form 4 or
Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue.

See Instruction

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

1(b).

(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) 777 NORTH | (First) (Middle) TH BROADWAY | | 3. Date of Earliest Transaction (Month/Day/Year) 09/27/2013 | _X Director 10% Owner X Officer (give title Other (specify below) Chairman, President, & CEO | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| LOS ANGELES, CA 90012 | | | | Form filed by More than One Reporting Person | | | |

| (City) | (State) | (Zip) Tabl | e I - Non-D | D erivative | Secur | ities A | cquired, Disposed | l of, or Benefic | ially Owned |
|--------------------------------------|---|---|--|--------------------|-----------|--|--|---|----------------------------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 09/27/2013 | | Code V | Amount 1,100 (1) | or (D) | Price \$ 0 | (Instr. 3 and 4) 51,351 | D | |
| Common Stock | | | | | | | 55,970 | D | |
| Common Stock | | | | | | | 102,485 | I | By ESOP |
| Common Stock | | | | | | | 445,577 | I | Husband & Wife Trust |
| Common Stock | | | | | | | 182,452 | I | Nonmarital Shares Trust |

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

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SEC 1474

(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. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 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 |
| Stock Option | \$ 24.8 | | | | | 11/20/2004(2) | 11/20/2013 | Common Stock | 246,940 |
| Stock Option | \$ 37 | | | | | 02/17/2006(2) | 02/17/2015 | Common Stock | 154,940 |
| Stock Option | \$ 32.47 | | | | | 03/22/2005(2) | 03/22/2015 | Common Stock | 245,060 |
| Stock Option | \$ 33.54 | | | | | 11/20/2005(2) | 05/12/2015 | Common Stock | 264,694 |
| Stock Option | \$ 36.24 | | | | | 01/25/2007(2) | 01/25/2016 | Common Stock | 154,940 |
| Stock Option | \$ 23.37 | | | | | 02/21/2009(2) | 02/21/2018 | Common Stock | 154,970 |
| Stock Option | \$ 23.37 | | | | | 02/21/2009(2) | 02/21/2018 | Common Stock | 100,000 |
| Restricted Stock Units | (3) | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 21,913 |
| Restricted Stock Units | (3) | | | | | <u>(5)</u> | <u>(5)</u> | Common Stock | 11,862 |
| Restricted Stock Units | <u>(3)</u> | | | | | <u>(6)</u> | <u>(6)</u> | Common Stock | 30,481 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CHENG DUNSON K

LOS ANGELES, CA 90012

777 NORTH BROADWAY X Chairman, President, & CEO

Signatures

Monica Chen, attorney-in-fact 10/01/2013

**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).
 - Shares of Cathay General Banorp (the "Company") common stock acquired under the Company's 2005 Incentive Plan. As a condition to receiving these shares, the reporting person agreed to hold and not transfer, for the entire period during which the Company has any
- (1) obligations outstandig under the U.S. Treasury's Troubled Asset Relief Program (disregarding any warrants to purchase common stock of the Company that the U.S. Treasury may hold) (the "Restriction Period"), all of the shares received. These transfer restrictions will terminate upon the earlier of the end of the Restriction Period or the date of the reporting person's death or permanent disability.
- (2) The option is fully exercisable.
- Consists of long term restricted stock units within the meaning of the Emergency Economic Stabilization Act of 2008, as amended from
- (3) 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.
- (4) 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.
- (5) 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.
- 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.

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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