

CATHAY GENERAL BANCORP
 Form 4
 December 05, 2008

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 *
 CHEN HENG W

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)
 04/30/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP/CFO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | | | | | 29,844 | D | |
| Common Stock | 04/30/2008 | | P | | 700 | A | \$ 17.2 |
| | | | | | 700 | I | |
| | | | | | | | By Chen Trust U/A dated 11/22/1988 (1) |
| Common Stock | 05/06/2008 | | P | | 500 | A | \$ 17 |
| | | | | | 1,200 | I | |
| | | | | | | | By Chen Trust U/A dated 11/22/1988 (1) |

| | | | | | | | | | |
|--------------|------------|--|---|-----|---|---------|-----|---|--|
| Common Stock | 09/16/2008 | | S | 600 | D | \$ 25.5 | 600 | I | By Chen Trust U/A dated 11/22/1988 <u>(1)</u> |
| Common Stock | 09/18/2008 | | S | 500 | D | \$ 26.5 | 100 | I | By Chen Trust U/A dated 11/22/1988 <u>(1)</u> |

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) | 8. De Se (In | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |
| Stock Option | \$ 24.8 | | | | | 11/20/2007 ⁽²⁾ | 11/20/2013 | Common Stock | 19,896 |
| Stock Option | \$ 37 | | | | | 02/17/2006 ⁽⁴⁾ | 02/17/2015 | Common Stock | 40,100 |
| Stock Option | \$ 36.24 | | | | | 01/25/2007 ⁽³⁾ | 01/25/2016 | Common Stock | 45,000 |
| Stock Option | \$ 23.37 | | | | | 02/21/2009 ⁽⁵⁾ | 02/21/2018 | Common Stock | 44,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

CHEN HENG W
777 NORTH BROADWAY
LOS ANGELES, CA 90012

EVP/CFO

Signatures

Heng W. Chen

12/05/2008

 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).

The reporting person holds a contingent remainder interest in the Trust and he shared investment control with the trustee at the time of the transactions reported. The reporting person did not exercise his shared investment control over these transactions and has terminated and

- (1) disclaimed all further investment control with respect to the Trust. The reporting person has elected to report the entire amount of the Trust's interest, rather than only his proportionate interest, in the transactions conducted by the Trust and its holdings. The reporting person disclaims beneficial ownership of the reported securities held by the Trust.
- (2) The option is fully exercisable.
- (3) The option vests in 5 equal annual installments beginning 1/25/07.
- (4) The option vests in 5 equal annual installments beginning 2/17/06.
- (5) The option vests in 5 equal annual installments beginning 2/21/09.

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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