

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 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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. Amount or Number of Shares
Stock Option	\$ 24.8					11/20/2007 <sup>(2)</sup> 11/20/2013	Common Stock	19,896
Stock Option	\$ 37					02/17/2006 <sup>(4)</sup> 02/17/2015	Common Stock	40,100
Stock Option	\$ 36.24					01/25/2007 <sup>(3)</sup> 01/25/2016	Common Stock	45,000
Stock Option	\$ 23.37					02/21/2009 <sup>(5)</sup> 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.

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.