

WU PETER

Form 4

March 04, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WU PETER

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)

LOS ANGELES, CA 90012

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2013

4. If Amendment, Date Original  
Filed(Month/Day/Year)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Executive Vice Chairman/COO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 03/01/2013                              |                                                             | A                                    | 476 <sup>(1)</sup> A \$ 0                                                  | 10,843                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 874,299 <sup>(2)</sup>                                                                                             | I                                                                    | By<br>PACJU,<br>LLC                                               |

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

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SEC 1474  
(9-02)

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**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 or Number of Shares |
| Stock Option                               | \$ 28.695                                              |                                      |                                                    |                                |                                                                                         | 02/19/2005 <sup>(3)</sup>                                | 02/19/2014      | Common Stock                                                  | 100,000                    |
| Stock Option                               | \$ 37                                                  |                                      |                                                    |                                |                                                                                         | 02/17/2006 <sup>(3)</sup>                                | 02/17/2015      | Common Stock                                                  | 72,170                     |
| Stock Option                               | \$ 36.24                                               |                                      |                                                    |                                |                                                                                         | 01/25/2007 <sup>(3)</sup>                                | 01/25/2016      | Common Stock                                                  | 72,170                     |
| Stock Option                               | \$ 23.37                                               |                                      |                                                    |                                |                                                                                         | 02/21/2009 <sup>(3)</sup>                                | 02/21/2018      | Common Stock                                                  | 72,230                     |
| Restricted Stock Units                     | <sup>(4)</sup>                                         |                                      |                                                    |                                |                                                                                         | <sup>(5)</sup>                                           | <sup>(5)</sup>  | Common Stock                                                  | 6,192                      |
| Restricted Stock Units                     | <sup>(4)</sup>                                         |                                      |                                                    |                                |                                                                                         | <sup>(6)</sup>                                           | <sup>(6)</sup>  | Common Stock                                                  | 9,116                      |
| Restricted Stock Units                     | <sup>(4)</sup>                                         |                                      |                                                    |                                |                                                                                         | <sup>(7)</sup>                                           | <sup>(7)</sup>  | Common Stock                                                  | 5,379                      |
| Restricted Stock Units                     | <sup>(4)</sup>                                         |                                      |                                                    |                                |                                                                                         | <sup>(8)</sup>                                           | <sup>(8)</sup>  | Common Stock                                                  | 13,716                     |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |                             |       |
|---------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                         | Director      | 10% Owner | Officer                     | Other |
| WU PETER<br>777 NORTH BROADWAY<br>LOS ANGELES, CA 90012 | X             |           | Executive Vice Chairman/COO |       |

## Signatures

Monica Chen,  
Attorney-in-fact

03/04/2013

\_\_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 outstanding 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.

The reporting person is a co-trustee, together with his spouse, of the Wu Trust (the "Trust"), which has transferred the shares of CATY Common Stock previously held by the Trust to PACJU, LLC ("PACJU"), a Delaware limited liability company of which the Trust will serve as Manager and hold a 51.5% interest, with the reporting person and his spouse each holding a .5% ownership interest in PACJU in their own names. The balance of the interests in PACJU will be held by the reporting person's adult children, none of whom shares a household with the reporting person. The reporting person disclaims beneficial ownership of CATY Stock held by PACJU except to the extent of his pecuniary interest therein.

- (3) 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 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 March 23, 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 15, 2013, 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.
- (8) 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.

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