

CHENG DUNSON K  
Form 5  
February 11, 2013

**FORM 5**

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2012

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

777 NORTH BROADWAY

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LOS ANGELES, CA 90012

(City) (State) (Zip)

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 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|----------|--|--|---|
|                                 |                                      |  |                                | Amount  | (A) or (D) | Price    |  |  |   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â        | 20,848   | D  | Â   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â        | 62,660   | D  | Â   |
| Common Stock                    | 12/31/2012                           | Â  | J(1)                           | 261   | A          | \$ 16.77 | 102,485  | I  | By ESOP   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â        | 445,577  | I  | Husband & Wife Trust                                  |

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Common Stock    Â                      Â                      Â                      Â                      Â                      Â                      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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SEC 2270 (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable    Expiration Date                      | Title    Amount Number Shares                                 |
| Stock Option                               | \$ 19.925  | Â                                    | Â  | Â                              | Â    Â  | 01/16/2004 <sup>(2)</sup> 01/16/2013                     | Common Stock    153,000                                       |
| Stock Option                               | \$ 24.8  | Â                                    | Â  | Â                              | Â    Â  | 11/20/2004 <sup>(2)</sup> 11/20/2013                     | Common Stock    246,900                                       |
| Stock Option                               | \$ 37  | Â                                    | Â  | Â                              | Â    Â  | 02/17/2006 <sup>(2)</sup> 02/17/2015                     | Common Stock    154,900                                       |
| Stock Option                               | \$ 32.47   | Â                                    | Â  | Â                              | Â    Â  | 03/22/2005 <sup>(2)</sup> 03/22/2015                     | Common Stock    245,000                                       |
| Stock Option                               | \$ 33.54   | Â                                    | Â  | Â                              | Â    Â  | 11/20/2005 <sup>(2)</sup> 05/12/2015                     | Common Stock    264,600                                       |
| Stock Option                               | \$ 36.24   | Â                                    | Â  | Â                              | Â    Â  | 01/25/2007 <sup>(2)</sup> 01/25/2016                     | Common Stock    154,900                                       |
| Stock Option                               | \$ 23.37   | Â                                    | Â  | Â                              | Â    Â  | 02/21/2009 <sup>(3)</sup> 02/21/2018                     | Common Stock    154,900                                       |
| Stock Option                               | \$ 23.37   | Â                                    | Â  | Â                              | Â    Â  | 02/21/2009 <sup>(2)</sup> 02/21/2018                     | Common Stock    100,000                                       |
| Restricted Stock Units                     | Â  | Â                                    | Â  | Â                              | Â    Â  | Â <sup>(5)</sup> Â <sup>(5)</sup>                        | Common Stock    12,380  |
| Restricted Stock Units                     | Â  | Â                                    | Â  | Â                              | Â    Â  | Â <sup>(6)</sup> Â <sup>(6)</sup>                        | Common Stock    21,910  |
| Restricted Stock Units                     | Â  | Â                                    | Â  | Â                              | Â    Â  | Â <sup>(7)</sup> Â <sup>(7)</sup>                        | Common Stock    11,860  |

Stock  
Units

Stock

Restricted  
Stock  
Units

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(8)

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(8)

Common  
Stock

30,48

## Reporting Owners

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

## Signatures

Dunson K.  
Cheng 02/11/2013

\*\*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) ESOP earning allocation.

(2) The option is fully exercisable.

(3) The option vests in 5 equal annual installments beginning 2/21/09.

(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 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.

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