

CATHAY GENERAL BANCORP
Form 4
December 17, 2013

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 *
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)

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2013

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

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/13/2013		M ⁽¹⁾	9,116 A \$0	31,217	D	
Common Stock	12/17/2013		S ⁽²⁾	3,381 D \$25.54	27,836	D	
Common Stock					864,299 ⁽³⁾	I	By PACJU, LLC

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

SEC 1474 (9-02)

displays a currently valid OMB control number.

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. Price or Amount of Derivative Security (Instr. 3 and 4)
Restricted Stock Units	\$ 0 ⁽⁴⁾	12/13/2013		M	9,116	⁽⁵⁾ / ⁽⁵⁾	Common Stock	9,116

Reporting Owners

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

Signatures

Monica Chen,
Attorney-in-fact

12/17/2013

**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) Represents the conversion into Common Stock upon vesting of the restricted stock units reported on Table II.

(2) These sales were effected to satisfy the reporting person's tax withholding obligations with respect to the vesting of the restricted stock units.

(3) 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.

(4) Each restricted stock unit represented a contingent right to receive one share of Common Stock of the Issuer.

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- (5) The reporting person previously reported the award of 9,116 shares of restricted stock units on Form 4 filed December 16, 2011. All of these restricted stock units vested on December 13, 2013.

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.