

CATHAY GENERAL BANCORP
 Form 4
 November 28, 2016

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 *
 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)
 777 NORTH BROADWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/23/2016

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

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: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 11/23/2016 | | M | | 50,000 A \$ 23.37 | 293,907 | D |
| Common Stock | 11/23/2016 | | S | | 50,000 D \$ 35.872 | 243,907 | D |
| Common Stock | 11/25/2016 | | M | | 24,970 A \$ 23.37 | 268,877 | D |
| Common Stock | 11/25/2016 | | S | | 24,970 D \$ 36.2093 | 243,907 | D |
| Common Stock | 11/28/2016 | | M | | 20,000 A \$ 23.37 | 263,907 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|---------|---|------------------------|
| Common Stock | 11/28/2016 | S | 20,000 | D | \$ 35.8236 | 243,907 | D | |
| Common Stock | | | | | | 445,577 | I | Husband & Wife Trust |
| Common Stock | | | | | | 182,452 | I | Nonmarital Share Trust |
| Common Stock | | | | | | 102,904 | I | By ESOP |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option | \$ 23.37 | 11/23/2016 | | M | 50,000 | 02/21/2009 ⁽¹⁾ 02/21/2018 | Common Stock 50,000 |
| Stock Option | \$ 23.37 | 11/25/2016 | | M | 24,970 | 02/21/2009 ⁽¹⁾ 02/21/2018 | Common Stock 24,970 |
| Stock Option | \$ 23.37 | 11/28/2016 | | M | 20,000 | 02/21/2009 ⁽¹⁾ 02/21/2018 | Common Stock 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHENG DUNSON K 777 NORTH BROADWAY LOS ANGELES, CA 90012 | X | | Executive Chairman | |

Signatures

/s/ Monica Chen,
attorney-in-fact

11/28/2016

__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) The option is fully exercisable.

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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