

CHAN KELLY L
Form 4
January 27, 2006

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 *
CHAN KELLY L

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. Date of Earliest Transaction (Month/Day/Year)
01/25/2006

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

777 NORTH BROADWAY

(Street)

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

LOS ANGELES, CA 90012

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | | | | | 90,680 | D | |
| Common Stock | | | | | 9,800 | I | By spouse |
| Common Stock | | | | | 58,288 | I | Living Trust |
| Common Stock | | | | | 13,184 | I | As custodian for children |
| Common Stock | | | | | 30,684 | I | Partner - Chansons |

| | | | |
|-----------------|---------|---|--|
| Common Stock | 200,000 | I | Properties Trustee - WHFC Trust |
|-----------------|---------|---|--|

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

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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) | Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|---|--|---|-------------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 10.625 | | | | | 01/20/2001 ⁽¹⁾ | 01/20/2010 | Common Stock | 2,000 |
| Stock Option | \$ 15.0475 | | | | | 01/18/2002 ⁽²⁾ | 01/18/2011 | Common Stock | 2,000 |
| Stock Option | \$ 16.275 | | | | | 02/21/2003 ⁽³⁾ | 02/21/2012 | Common Stock | 2,000 |
| Stock Option | \$ 19.925 | | | | | 01/16/2004 ⁽⁴⁾ | 01/16/2013 | Common Stock | 3,800 |
| Stock Option | \$ 24.8 | | | | | 11/20/2004 ⁽⁵⁾ | 11/20/2013 | Common Stock | 11,000 |
| Stock Option | \$ 37 | | | | | 02/17/2006 ⁽⁶⁾ | 02/17/2015 | Common Stock | 3,500 |
| Stock Option | \$ 36.24 | 01/25/2006 | | A | 3,500 | 01/25/2007 ⁽⁷⁾ | 01/25/2016 | Common Stock | 3,500 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHAN KELLY L
777 NORTH BROADWAY X
LOS ANGELES, CA 90012

Signatures

Kelly L. Chan 01/27/2006

 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.
- (2) The option vests in 5 equal annual installments beginning 1/18/02.
- (3) The option vests in 5 equal annual installments beginning 2/21/03.
- (4) The option vests in 5 equal annual installments beginning 1/16/04.
- (5) The option vests in 5 equal annual installments beginning 11/20/04.
- (6) The option vests in 5 equal annual installments beginning 2/17/06.
- (7) The option vests in 5 equal annual installments beginning 1/25/07.

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.