

CHENG DUNSON K  
Form 5  
February 13, 2009

**FORM 5**

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

OMB APPROVAL

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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**

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**CATHAY GENERAL BANCORP [CATY]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2008**

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman, President & CEO**

6. Individual or Joint/Group Reporting  
(check applicable line)

**777 NORTH BROADWAY**  
(Street)

**LOS ANGELES, CA 90012**

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	01/23/2008	Â	J <sup>(1)</sup>	349.812	A	\$ 22.5979	414,822.67	D	Â
Common Stock	04/22/2008	Â	J <sup>(1)</sup>	456.186	A	\$ 17.409	414,822.67	D	Â
Common Stock	07/22/2008	Â	J <sup>(1)</sup>	694.752	A	\$ 11.5	414,822.67	D	Â
Common Stock	10/21/2008	Â	J <sup>(1)</sup>	396.045	A	\$ 20.3578	414,822.67	D	Â

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Common Stock	12/31/2008	Â	J <sup>(2)</sup>	2,492	A	\$ 17,9242	99,931	I	By ESOP
Common Stock	Â	Â	Â	Â	Â	Â	239,308	I	Husband & Wife Trust

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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**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 of Number of Shares
Stock Option	\$ 10.625	Â	Â	Â	Â	01/20/2001 <sup>(3)</sup> 01/20/2010	Common Stock 73,320
Stock Option	\$ 15.0475	Â	Â	Â	Â	01/18/2002 <sup>(3)</sup> 01/18/2011	Common Stock 74,160
Stock Option	\$ 16.275	Â	Â	Â	Â	02/21/2003 <sup>(3)</sup> 02/21/2012	Common Stock 79,320
Stock Option	\$ 19.925	Â	Â	Â	Â	01/16/2004 <sup>(3)</sup> 01/16/2013	Common Stock 153,060
Stock Option	\$ 24.8	Â	Â	Â	Â	11/20/2004 <sup>(3)</sup> 11/20/2013	Common Stock 246,940
Stock Option	\$ 37	Â	Â	Â	Â	02/17/2006 <sup>(4)</sup> 02/17/2015	Common Stock 154,940
Stock Option	\$ 32.47	Â	Â	Â	Â	03/22/2005 <sup>(3)</sup> 03/22/2015	Common Stock 245,060
Stock Option	\$ 33.54	Â	Â	Â	Â	11/20/2005 <sup>(3)</sup> 05/12/2015	Common Stock 264,694
Stock Option	\$ 36.24	Â	Â	Â	Â	01/25/2007 <sup>(5)</sup> 01/25/2016	Common Stock 154,940
Stock Option	\$ 23.37	Â	Â	Â	Â	02/21/2009 <sup>(6)</sup> 02/21/2018	Common Stock 154,970

