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CATHAY GENERAL BANCORP

Form 4

December 23, 2014

OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

2. Issuer Name and Ticker or Trading

CATHAY GENERAL BANCORP

Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Print or Type Responses)

TANG ANTHONY M

1. Name and Address of Reporting Person *

			[CATY]					OKI	(Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/D) (•					X Director 10% Owner Other (specify below) Vice Chairman				
				endment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution any	med n Date, if Day/Year)	3. Transac Code (Instr. 8	3)	4. Securi n(A) or Di (Instr. 3,	spose	d of (D)	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)	
Common Stock	12/22/2014			M(1)		7,964	A	<u>(2)</u>	381,917	D		
Common Stock	12/22/2014			F(3)		2,993	D	\$ 25.33	378,924	D		
Common Stock									1,146,333.73 (4)	I	By spouse	
Common Stock									89,305	I	By ESOP	

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. Number conf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date Securities (Month/Day/Year Acquired (A) or Disposed of (D) Instr. 3, 4,		7. Title and Lunderlying S (Instr. 3 and	Securities	8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	12/22/2014		M	7,964	<u>(5)</u>	(5)	Common Stock	7,964	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TANG ANTHONY M 777 NORTH BROADWAY LOS ANGELES, CA 90012	X		Vice Chairman				

Signatures

/s/ Monica Chen, attorney-in-fact

12/23/2014

**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) Each restricted stock unit represented a contingent right to receive one share of Common Stock of the Issuer
- (3) Shares withheld by Registrant to satisfy minimum statutory withholding requirements on vesting of restricted stock units.
- (4) Includes 3,193.27 shares acquired through dividend reinvestment year-to-date.
- (5) The reporting person previously reported the award of 7,964 shares of restricted stock units on Form 4 filed December 21, 2012. All of these restricted stock units vested on December 22, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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