

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 *
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)
12/13/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President, & CEO

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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	12/13/2013		M ⁽¹⁾	21,913 A \$ 0	209,870	D	
Common Stock					102,485	I	By ESOP
Common Stock					445,577	I	Husband & Wife Trust
Common Stock					182,452	I	Nonmarital Shares 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.

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. 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. Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or

the Form or
Schedule and the
date of its filing.

(1) Amount
Previously
Paid:

(2) Form,
Schedule or
Registration
Statement
No.:

(3) Filing Party:

(4) Date Filed:

October 17, 2011

***IMPORTANT
REMINDER:
PLEASE VOTE
TODAY***

Dear Stockholder:

We previously mailed you proxy materials for the Special Meeting of Stockholders of ARMOUR Residential REIT, Inc. to be held on November 1, 2011.

According to our records, we have not yet received your vote. The Special Meeting is now only a short time away. It is important that you sign and return your proxy as soon as possible in order to ensure that your shares will be represented and voted at the meeting accordingly. If you hold your shares in the name of a brokerage firm, your broker cannot vote on this proposal unless they receive specific instructions from you.

Your Board of Directors recommends that you vote FOR proposal 1.

Our charter currently allows us to invest only in securities issued or guaranteed by a U.S. Government-chartered entity. Based on recent federal legislative and regulatory developments, it appears clear that the role of the Government Sponsored Entities will change in the future. While we are committed to investing in Agency Securities for as long as appropriate supply and pricing exist, our Board of Directors is concerned that our existing investment asset class restriction might leave us with restricted investment options. As a result, our Board of Directors is seeking stockholder approval to broaden our investment asset class.

Allowing our investment program to evolve with US Government policy will improve our risk management, give us tools to better protect our dividend and provide us with the same flexibility as our peers in the Agency REIT sector.

Please Vote Today

3001 Ocean Drive,
Suite 201 Vero Beach,
FL 32963
Office - 772-617-4340
Fax - 561-348-2408

In the event that your proxy material has been misplaced, a duplicate Voting Instruction Form and return envelope is enclosed.

Please sign and date the enclosed Voting Instruction Form (or follow the telephone & internet instructions on the Voting Instruction Form). In the event that two Voting Instructions Forms are received from you, the one bearing the latest date will be counted, as it automatically revokes all prior proxy votes received.

On behalf of the Board of Directors, I extend our appreciation for your continued support

Sincerely,

Scott J. Ulm
Co-Chief Executive
Officer

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FL 32963
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