

CHANG MICHAEL M Y
 Form 5
 February 12, 2010

FORM 5

**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).
 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 *
 CHANG MICHAEL M Y

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2009

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 Reporting

(check applicable line)

LOS ANGELES, CA 90012

(City) (State) (Zip)

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 | 01/21/2009 | Â | J ⁽¹⁾ | 195,382 | A | \$ 18,5984 | 110,598 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 134,472 ⁽²⁾ | I | By son |
| Common Stock | Â | Â | Â | Â | Â | Â | 134,472 ⁽²⁾ | I | By daughter |
| Common Stock | Â | Â | Â | Â | Â | Â | 208,812 | I | Family Trust |

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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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 19.925 | Â | Â | Â | Â Â | 01/16/2004 ⁽³⁾ | 01/16/2013 | Common Stock | 3,800 |
| Stock Option | \$ 24.8 | Â | Â | Â | Â Â | 11/20/2004 ⁽³⁾ | 11/20/2013 | Common Stock | 11,000 |
| Stock Option | \$ 37 | Â | Â | Â | Â Â | 02/17/2006 ⁽⁴⁾ | 02/17/2015 | Common Stock | 3,500 |
| Stock Option | \$ 36.24 | Â | Â | Â | Â Â | 01/25/2007 ⁽⁵⁾ | 01/25/2016 | Common Stock | 3,500 |
| Stock Option | \$ 23.37 | Â | Â | Â | Â Â | 02/21/2009 ⁽⁶⁾ | 02/21/2018 | Common Stock | 3,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CHANG MICHAEL M Y 777 NORTH BROADWAY LOS ANGELES, CA 90012 | Â X | Â | Â | Â |

Signatures

Michael M.Y.
Chang

02/12/2010

**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) Dividend Reinvestment.

The shares were transferred from the UGMA custodian to beneficiary since the reporting person's last report. The reporting person

(2) disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) The option is fully exercisable

(4) The option vests in 5 equal annual installments beginning 2/17/06.

(5) The option vests in 5 equal annual installments beginning 1/25/07.

(6) The option vests in 5 equal annual installments beginning 2/21/09.

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

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