

CHANG MICHAEL M Y  
Form 5  
January 20, 2006

**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)  
12/30/2005

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) | (A) or (D) | Price      | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|------------|--|--|---|
| Common Stock                    | 01/25/2005                           | Â  | J <sup>(1)</sup>               | 78.268  | A          | \$ 32.992  | 106,826.46   | D  | Â   |
| Common Stock                    | 04/26/2005                           | Â  | J <sup>(1)</sup>               | 91.514  | A          | \$ 30.26   | 106,826.46   | D  | Â   |
| Common Stock                    | 07/20/2005                           | Â  | J <sup>(1)</sup>               | 84.406  | A          | \$ 32.9061 | 106,826.46   | D  | Â   |
| Common Stock                    | 10/25/2005                           | Â  | J <sup>(1)</sup>               | 85.418  | A          | \$ 32.6053 | 106,826.46   | D  | Â   |

|              |   |   |   |   |   |   |         |   |                                  |
|--------------|---|---|---|---|---|---|---------|---|----------------------------------|
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 132,944 | I | As custodian for children        |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 136,000 | I | Spouse as custodian for children |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 208,812 | I | Family Trust                     |

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

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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 or Number of Shares                              |
| Stock Option                               | \$ 15.0475   | ^                                    | ^  | ^                              | ^ ^   | 01/18/2006 <sup>(2)</sup> 01/18/2011                     | Common Stock 400  |
| Stock Option                               | \$ 16.275  | ^                                    | ^  | ^                              | ^ ^   | 02/21/2003 <sup>(3)</sup> 02/21/2012                     | Common Stock 1,600  |
| Stock Option                               | \$ 19.925  | ^                                    | ^  | ^                              | ^ ^   | 01/16/2004 <sup>(4)</sup> 01/16/2013                     | Common Stock 3,800  |
| Stock Option                               | \$ 24.8  | ^                                    | ^  | ^                              | ^ ^   | 11/20/2004 <sup>(5)</sup> 11/20/2013                     | Common Stock 11,000   |
| Stock Option                               | \$ 37  | ^                                    | ^  | ^                              | ^ ^   | 02/17/2006 <sup>(6)</sup> 02/17/2015                     | Common Stock 3,500  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHANG MICHAEL M Y  
777 NORTH BROADWAY     X     X     X  
LOS ANGELES, CA 90012

## Signatures

Michael M.Y.                   01/20/2006  
Chang

    Signature of                   Date  
Reporting Person

## 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.
- (2) The option vests in 1 equal annual installments beginning 1/18/06.
- (3) The option vests in 4 equal annual installments beginning 2/21/04.
- (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.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.