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Senior Vice President, General Counsel and Secretary

Cathay General Bancorp

777 North Broadway

Los Angeles, California 90012

(213) 625-4700

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Approximate Date of Commencement of Proposed Sale to the Public: From time to time after this Registration Statement becomes effective.

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting

company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer
 Non-accelerated filer (Do not check if a smaller reporting company)
 Accelerated filer
 Smaller reporting company

CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Amount to be registered(1)	Proposed maximum offering price per unit(2)	Proposed maximum aggregate offering price(2)	Amount of registration fee(2)
Common Stock, par value \$0.01 per share	2,000,000	\$33.09	\$66,180,000	\$7,690.12

(1) Pursuant to the provisions of Rule 416(a) of Regulation C under the Securities Act of 1933, as amended (the “Securities Act”), this registration statement also covers any additional securities that may be offered or issued to prevent dilution resulting from stock splits, stock dividends or similar transactions.

(2) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(c) of Regulation C under the Securities Act. The average of the high and low per share price for the common stock of the Registrant on July 20, 2015, as reported on the NASDAQ Global Select Market, was \$33.09.

PROSPECTUS

CATHAY GENERAL BANCORP

Dividend Reinvestment and Stock Purchase Plan (As Amended and Restated)

2,000,000 Shares of Common Stock

The Dividend Reinvestment and Stock Purchase Plan (As Amended and Restated) (the “Plan”) of Cathay General Bancorp (“Bancorp”), provides owners of Bancorp common stock, \$.01 par value (“Common Stock”), with a convenient and economical way to reinvest cash dividends in, and to make optional cash purchases of, additional shares of Common Stock without payment of any brokerage commission or service charge.

Stockholders participating in the Plan may:

Automatically reinvest cash dividends on their Common Stock by purchasing shares of Common Stock at the average of the high and low sales price of the Common Stock on the NASDAQ Global Select Market on the date when the shares are acquired from Bancorp (or, if no trade occurred on the NASDAQ Global Select Market on that date, on the next preceding date when a trade occurred).

Make cash purchases of Common Stock (in a minimum dollar amount of \$600 at any one time and a maximum dollar amount of \$15,000 per calendar quarter) at the average of the high and low sales price of the Common Stock on the NASDAQ Global Select Market on the date when the shares are acquired from Bancorp (or, if no trade occurred on the NASDAQ Global Select Market on that date, on the next preceding date when a trade occurred).

The original Dividend Reinvestment Plan was adopted in 1990. The Board of Directors of Bancorp approved the amendment and restatement of the Plan on July 16, 2015 to become effective on August 31, 2015. The Plan was amended and restated to, among other things, eliminate the discount in the purchase price of Common Stock on the

reinvestment of cash dividends, provide that the purchase price of any shares of Common Stock purchased with reinvested cash dividends or optional cash purchase will be the average of the high and low sales price on the date of purchase, and change the name to the Dividend Reinvestment and Stock Purchase Plan (As Amended and Restated). This prospectus relates to shares of Common Stock that may be purchased under the Plan on or after the date hereof. If you are already a participant, then your participation will continue under the Plan in the same manner, and to the same extent, as before, unless you elect to terminate your participation or wish to change your options under the Plan.

Stockholders who do not choose to participate in the Plan will continue to receive cash dividends, if and when declared, in the usual manner.

Our Common Stock is listed on the NASDAQ Global Select Market under the symbol "CATY." On July 24, 2015, the last reported sale price of our Common Stock on the NASDAQ Global Select Market was \$32.87 per share.

Bancorp's principal executive offices are located at 777 North Broadway, Los Angeles, California 90012, and its telephone number at that address is (213) 625-4700.

Investing in our Common Stock involves risks. See "Risk Factors" beginning on page 1 of this prospectus.

The securities offered hereby are not savings accounts, deposits, or other obligations of any bank or non-bank subsidiary of Bancorp and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency.

We have not authorized anyone to provide you with information that is different from what is contained in or incorporated by reference into this prospectus. The Plan is not available to any person to whom we may not legally offer it. You should not assume that the information in this prospectus is still accurate as of any date later than the date of this prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus. Any representation to the contrary is a criminal offense.

The date of this prospectus is July 27, 2015.

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ABOUT THIS PROSPECTUS

This prospectus is part of a registration statement that we filed with the Securities and Exchange Commission (the “SEC”) covering the shares of our Common Stock that may be offered pursuant to our Dividend Reinvestment and Stock Purchase Plan (As Amended and Restated). This prospectus, which does not include all of the information in the registration statement, provides you with a general description of the Plan and the securities offered under the Plan. The registration statement containing this prospectus, including exhibits to the registration statement, provides additional information about us, the Plan, and the securities offered. The registration statement can be read at the SEC website or at the SEC offices mentioned under the heading “*Where You Can Find More Information*” elsewhere in this prospectus.

When acquiring any securities discussed in this prospectus, you should rely only on the information provided in this prospectus, including the information incorporated by reference. We have not authorized anyone to provide you with different information. We are not offering the securities in any state or jurisdiction where the offer is prohibited. You should not assume that the information in this prospectus or any document incorporated by reference is accurate or complete at any date other than the dates indicated in these documents. Neither the delivery of this prospectus nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the facts set forth in this prospectus or in our affairs since the date of this prospectus or that the information contained or incorporated by reference in this prospectus is correct as of any time subsequent to the date of such information.

In this prospectus, Cathay General Bancorp is sometimes referred to as “Bancorp,” and “we,” “our,” “ours,” and “us” refer to Bancorp and its subsidiaries on a consolidated basis, unless the context otherwise requires.

CATHAY GENERAL BANCORP

Cathay General Bancorp, headquartered in Los Angeles, California, is a Delaware corporation and is a bank holding company under the Bank Holding Company Act of 1956, as amended. It is the holding company for Cathay Bank, a California state-chartered bank. Founded in 1962, Cathay Bank offers a wide range of financial services. It currently operates 33 branches in California, nine branches in New York State, one in Massachusetts, two in Houston, Texas, three in Washington State, three in the Chicago, Illinois area, one in New Jersey, one in Nevada, one in Hong Kong, and representative offices in Taipei and Shanghai.

RISK FACTORS

There are risks and uncertainties involved with an investment in shares of our Common Stock. For a discussion of the factors that you should consider in connection with an investment in shares of our Common Stock, see our annual reports on Form 10-K (Item 1A in particular), quarterly reports on Form 10-Q and other reports that we file with the SEC from time to time and incorporate by reference into this prospectus. Before making an investment decision, you should read carefully and consider the risk factors incorporated by reference in this prospectus, as the same may be updated from time to time by our future filings with the SEC under the Securities Exchange Act of 1934, as amended. You should also refer to other information contained in or incorporated by reference in this prospectus and any applicable prospectus supplement, including our financial statements and the related notes incorporated by reference herein. Additional risks and uncertainties not presently known to us at this time or that we currently deem immaterial may also materially and adversely affect our business and operations.

FORWARD-LOOKING STATEMENTS

Certain statements made in this prospectus and the documents incorporated by reference into this prospectus include forward-looking statements within the meaning of the applicable provisions of the Private Securities Litigation Reform Act of 1995 regarding management's beliefs, projections, and assumptions concerning future results and events. We intend such forward-looking statements to be covered by the safe harbor provision for forward-looking statements in these provisions. All statements other than statements of historical fact are "forward-looking statements" for purposes of federal and state securities laws, including statements about anticipated future operating and financial performance, financial position and liquidity, growth opportunities and growth rates, growth plans, acquisition and divestiture opportunities, business prospects, strategic alternatives, business strategies, financial expectations, regulatory and competitive outlook, investment and expenditure plans, financing needs and availability, and other similar forecasts and statements of expectation and statements of assumptions underlying any of the foregoing. Words such as "aims," "anticipates," "believes," "can," "could," "estimates," "expects," "hopes," "intends," "may," "plans," "projects," "should," "will," "predicts," "potential," "continue," "possible," "optimistic," and variations of these words and similar expressions are intended to identify these forward-looking statements. Forward-looking statements by us are based on estimates, beliefs, projections, and assumptions of management and are not guarantees of future performance. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our historical experience and our present expectations or projections. Such risks and uncertainties and other factors include, but are not limited to, adverse developments or conditions related to or arising from:

U.S. and international business and economic conditions;

possible additional provisions for loan losses and charge-offs;

credit risks of lending activities and deterioration in asset or credit quality;

current and potential future supervisory action by bank supervisory authorities;

increased costs of compliance and other risks associated with changes in regulation;

higher capital requirements from the implementation of the Basel III capital standards;

compliance with the Bank Secrecy Act and other money laundering statutes and regulations;

potential goodwill impairment;

liquidity risk;

fluctuations in interest rates;

risks associated with acquisitions and the expansion of our business into new markets;

inflation and deflation;

real estate market conditions and the value of real estate collateral;

environmental liabilities;

our ability to compete with larger competitors;

our ability to retain key personnel;

successful management of reputational risk;

natural disasters and geopolitical events;

general economic or business conditions in Asia, and other regions where the Bank has operations;

failures, interruptions, or security breaches of our information systems;

our ability to adapt our systems to technological changes;

risk management processes and strategies;

adverse results in legal proceedings;

certain provisions in our charter and bylaws that may affect acquisition of us;

changes in accounting standards or tax laws and regulations;

market disruption and volatility;

restrictions on dividends and other distributions by laws and regulations and by our regulators and our capital structure;

issuance of preferred stock;

successfully raising additional capital, if needed, and the resulting dilution of interests of holders of our common stock; and

the soundness of other financial institutions.

These and other factors are further described in our Annual Report on Form 10-K for the year ended December 31, 2014 (Item 1A in particular), and other reports and registration statements we file with the SEC from time to time. See “*Where You Can Find More Information*” and “*Incorporation of Certain Documents by Reference*” elsewhere in this prospectus. Actual results in any future period may also vary from the past results discussed in this prospectus. Given these risks and uncertainties, readers are cautioned not to place undue reliance on any forward-looking statements. We have no intention and undertake no obligation to update any forward-looking statements or to publicly announce any revision of any forward-looking statements to reflect future developments or events, except as required by law.

USE OF PROCEEDS

The net proceeds to us from the sale of newly issued shares of Common Stock issued under the Plan will be used for general corporate purposes. We do not know precisely the number of shares of Common Stock that may ultimately be

sold pursuant to the Plan or the prices at which those shares will be sold, and therefore we cannot determine the amount of proceeds that will be generated. The precise amounts and timing of the application of net proceeds will depend upon our funding requirements and the availability of other funds.

DESCRIPTION OF THE PLAN

The Dividend Reinvestment and Stock Purchase Plan (Amended and Restated) (the “Plan”) consists of the questions and answers appearing below. *The original Dividend Reinvestment Plan was adopted in 1990. The Board of Directors of Bancorp approved the amendment and restatement of the Plan on July 16, 2015 to become effective on August 31, 2015. The Plan was amended and restated to, among other things, eliminate the discount in the purchase price of Common Stock on the reinvestment of cash dividends, provide that the purchase price of any shares of Common Stock purchased with reinvested cash dividends or optional cash purchases will be the average of the high and low sales price on the date of purchase, and change the name to the Dividend Reinvestment and Stock Purchase Plan (As Amended and Restated). If you are already a participant, then your participation will continue under the Plan in the same manner, and to the same extent, as before, unless you elect to terminate your participation or wish to change your options under the Plan.*

1. What is the purpose of the Plan?

The purpose of the Plan is to provide owners of common stock, \$.01 par value (“Common Stock”), of Cathay General Bancorp (“Bancorp”) with a convenient and economical way to reinvest cash dividends in, and to make optional cash purchases of, additional shares of Bancorp’s Common Stock (“Shares”) without payment of any brokerage commission or service charge (see Question 16). Since the Shares will be purchased from Bancorp, and not on the open market (see Question 13), Bancorp will receive additional funds for general corporate purposes. No commissions will be paid in connection with the purchases.

2. Who purchases the Shares and administers the Plan for participants?

American Stock Transfer & Trust Company, LLC (the “Administrator”) will administer the Plan for participants. The Administrator will keep the Plan’s records, send to participants a statement of account after each purchase, and perform other duties relating to the Plan. The Administrator purchases Shares from Bancorp as agent for participants in the Plan and credits the Shares to individual accounts maintained for each record holder of Shares who elects to participate (“Plan Accounts”). The Shares will be held for safekeeping by the Administrator until a participant terminates participation in the Plan or until a participant makes a written request for the issuance of certificates for all or part of the Shares. See Question 38 for how you can contact Bancorp and the Administrator regarding the Plan.

3. Who is eligible to participate?

All record holders of Shares (including Bancorp’s Employee Stock Ownership Plan and Trust, the “Bancorp ESOPT”) are eligible to participate in the Plan. Beneficial owners whose Shares are registered in names other than their own (for instance, in the name of a broker, trustee or a bank nominee) are also eligible, but they must arrange participation in

the Plan with the record holder (see Question 4). If, for any reason, you are a beneficial owner who is unable to arrange participation with your broker, trustee or bank nominee, you may participate in the Plan only by having the Shares transferred to your own name. (It may be impractical for certain beneficial owners, for example, owners whose Shares are held in individual retirement accounts, to become record holders of Shares.)

4. How do beneficial owners of Shares participate in the Plan?

If you are a beneficial owner, but not a record holder, of Shares, you must arrange with the record holder of your Shares to participate in the Plan on your behalf. To join the Plan, the record holder of your Shares must complete, sign and return the Enrollment Form with respect to the Shares beneficially owned by you. In addition, a record holder may enroll online via the website www.amstock.com. The record holder must also notify the Administrator whenever you wish to change options under the Plan, withdraw, or make an optional cash purchase. This means that you will have to give the record holder your instructions and any cash payments you want to invest early enough to meet the deadlines set forth in the Plan. All communications, including statements of account, will be sent only to record holders. You must therefore arrange to have the record holder of your Shares forward to you all information received concerning your investment in the Plan. You should also direct any questions you have concerning your Plan Account to the record holder of your Shares. Of course, if you have difficulty arranging participation in the Plan through the record holder of your Shares, you may participate in the Plan by having your Shares transferred to your own name (see Question 3). References in the Plan to “participants” refer only to record holders of Shares (whether participating for themselves or on behalf of beneficial owners) unless otherwise specified. (Beneficial owners may be subject to certain charges imposed by the record holders of their Shares in connection with participation in the Plan — see Question 16.)

5. What are the advantages of the Plan?

By participating in the Plan, you may realize the following advantages:

You may conveniently purchase Shares at the average of the high and low sales price on the date of purchase (see Question 14) by reinvesting cash dividends on all or on part of the Shares registered in your name.

You pay no brokerage commission or service charge in connection with the purchase of Shares under the Plan.

You may fully invest your funds under the Plan because fractions of Shares, as well as full Shares, will be purchased for your Plan Account.

Your recordkeeping is simplified under the Plan because the Administrator provides participants with periodic statements of Plan Accounts.

You ensure safekeeping of the Shares credited to your Plan Account because certificates are not issued unless you request them.

You may deliver to the Plan for safekeeping certificates for Shares registered in your name that are subject to the Plan.

6. How do I join the Plan?

If you are already a participant, then your participation will continue under the Plan in the same manner, and to the same extent, as before, unless you elect to terminate your participation or wish to change your options under the Plan. If you are not a participant, the record holder of your Shares should complete and sign the Enrollment Form and return it to the Administrator or complete the Enrollment Form online. Beneficial owners who are not the record holders of their Shares should arrange participation through their record holders (see Question 4). You may obtain an Enrollment Form and a postage-paid return envelope at any time from Bancorp or the Administrator or via the website www.amstock.com.

7. What are my alternatives under the Plan?

The Plan provides three options for purchasing Shares:

You may elect to have the dividends on all Shares owned by you (including Shares purchased through the Plan) automatically reinvested in additional Shares.

You may elect to have the dividends on some of the Shares owned by you (including Shares purchased through the Plan) automatically reinvested in additional Shares. Under the Emergency Economic Stabilization Act, passed by Congress in 2008, you must reinvest at least 10% of your dividend distribution each dividend period.

You may make optional cash purchases of additional Shares in a minimum dollar amount of \$600 at any one time and a maximum dollar amount of \$15,000 per calendar quarter per beneficial owner of a Plan Account. You may make optional cash purchases of Shares, which allows the dividends on those Shares to be reinvested in Shares, even if you are not already automatically reinvesting dividends on any of the other Shares held by you.

Shares purchased for you under the Plan (“Plan Shares”) will be credited to your individual Plan Account and will be registered in the name of the Administrator, or its nominee, for your benefit. The Administrator will automatically reinvest any later dividends on Plan Shares credited to your Plan Account. However, unless you elect under the first alternative above to reinvest the dividends on all Shares owned by you, Bancorp will continue to pay dividends directly to you in the usual manner on Shares owned by you that are not Plan Shares. The Plan operates so as to reinvest dividends on a cumulative basis on all Shares designated by you and on all Plan Shares accumulated and held in your Plan Account until you specify otherwise by notice in writing delivered to the Administrator, until you withdraw from the Plan altogether, or until the Plan is terminated. (See Question 30 for the consequence of sale of Shares subject to the Plan.)

8. How do I fill out the Enrollment Form?

Authorization for the reinvestment of dividends will be made by means of the Enrollment Form. A record holder may enroll by completing, signing and returning the Enrollment Form to the Administrator or by completing the Enrollment Form online at www.amstock.com.

If you choose “Full Dividend Reinvestment,” the Administrator will apply cash dividends on all Shares owned by you now or in the future, together with any optional cash payments, toward the purchase of Plan Shares.

If you choose “Partial Dividend Reinvestment,” the Administrator will apply the cash dividends on only the number of Shares specified on the Enrollment Form, together with any optional cash payments, toward the purchase of Plan Shares. You must reinvest at least 10% of your dividend distribution each dividend period.

If you choose “Optional Cash Purchases Only,” you will continue to receive cash dividends on Shares owned by you in the usual manner. The Administrator will apply any optional cash payments received toward the purchase of Plan Shares, which are credited to your Plan Account. Cash dividends on those Plan Shares will then be reinvested in additional Plan Shares.

Record holders such as brokers and bank nominees may represent several beneficial owners of Shares, not all of whom may wish to participate in the Plan. In those cases, it is not necessary for the record holders to enroll in the Plan all Shares registered in their names. Written notification regarding the number of Shares participating in the Plan must be provided to the Administrator on or before the Record Date. The “Record Date” is the date for determining the holders of Shares entitled to receive a dividend.

The Enrollment Form further directs the Administrator to reinvest automatically any subsequent dividends on Plan Shares held in your Plan Account. Under the Plan, dividends will be reinvested on a cumulative basis on the Shares designated on the Enrollment Form and on all Plan Shares held in the Plan Account, until you specify otherwise or withdraw from the Plan altogether, or the Plan is terminated.

9. When will cash dividends be invested in and optional cash purchases be made of Shares?

Purchases of Shares under the Plan will be made on the applicable “Investment Date.” The Investment Date for cash dividends will be the dividend payment date. The Investment Date for optional cash purchases will be the last day of each month, except in those months in which a cash dividend is paid. In months when a cash dividend is paid, the Investment Date for optional cash purchases will be the dividend payment date. The Investment Date will never be later than the last day of each month, unless required by applicable federal securities law. If an Investment Date falls on a Saturday, Sunday or holiday, the Investment Date will be the next business day in California.

You will become the owner of Shares purchased under the Plan as of the date of purchase. Payments for optional cash purchases must be received by the Administrator no earlier than 30 calendar days and no later than five business days before an optional cash purchase Investment Date. Optional cash payments received by the Administrator at other

times will be returned to the participant without interest. SINCE NO INTEREST IS PAID ON OPTIONAL CASH PAYMENTS OR OTHER FUNDS IN THE PLAN, PARTICIPANTS ARE URGED STRONGLY TO REFRAIN FROM SENDING OPTIONAL CASH PAYMENTS UNTIL SHORTLY BEFORE AN INVESTMENT DATE. NEVERTHELESS, PARTICIPANTS SHOULD ALLOW SUFFICIENT TIME TO INSURE THAT PAYMENTS ARE RECEIVED NO LATER THAN FIVE BUSINESS DAYS BEFORE AN INVESTMENT DATE.

10.May I