

EAST WEST BANCORP INC
 Form 4
 March 11, 2014

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 *
GOUW JULIA S

2. Issuer Name and Ticker or Trading Symbol
EAST WEST BANCORP INC [EWBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
EAST WEST BANK, 135 N. LOS ROBLES AVE. 7TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
President

(Street)
PASADENA, CA 91101

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 03/07/2014 | | M | | | 3,246 | A | \$ 0 | 255,302 | D | |
| Common Stock | 03/07/2014 | | F | | | 1,127 | D | \$ 36.85 | 254,175 | D | |
| Common Stock | 03/07/2014 | | M | | | 11,900 | A | \$ 0 | 266,075 | D | |
| Common Stock | 03/07/2014 | | F | | | 4,204 | D | \$ 36.85 | 261,871 | D | |
| Common Stock | 03/07/2014 | | S | | | 20,000 | D | \$ 36.8376 | 241,871 | D | |

(1)

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 Underlying (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Ratable-Vesting Restricted Stock Units | (2) | 03/07/2014 | | M | 3,246 | (2) | (2) | Common Stock |
| Cliff-Vesting Restricted Stock Units | (3) | 03/07/2014 | | M | 11,900 | (3) | (3) | Common Stock |
| Performance-Based Restricted Stock Units | (4) | 03/07/2014 | | A | 27,137 | (4) | (4) | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| GOUW JULIA S EAST WEST BANK 135 N. LOS ROBLES AVE. 7TH FLOOR PASADENA, CA 91101 | X | | President | |

Signatures

Julia S. Gouw 03/11/2014

**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) A total of 20,000 shares were sold at a weighted average price of \$36.8376

(2) Restricted Stock Units vest in three annual installments beginning March 7, 2012. On the settlement date, for each vested RSU, the reporting person received one share of Common Stock. Vesting was also subject to meeting pre-established earning goals.

Performance Based Restricted Stock Units vest in 3 years. Number of vested units was based on meeting performance criteria. 11,900
(3) units were for the performance maximum if pre-established performance goals are met. On the settlement date, for each vested RSU, the reporting person received one share of Common Stock.

Performance Based Restricted Stock Units vest in 3 years. Number of units that will vest depends on meeting performance criteria.
(4) 27,137 units are for the performance maximum if pre-established performance goals are met. On the settlement date, for each vested RSU, the reporting person will receive one share of Common Stock.

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

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