

Dolby Ray
Form 4
August 08, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
Dolby Ray

(Last) (First) (Middle)

C/O DOLBY LABORATORIES, INC., 100 POTRERO AVENUE

(Street)

SAN FRANCISCO, CA 94103-4813

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Dolby Laboratories, Inc. [DLB]

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2012

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|-------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock ⁽¹⁾ | 08/07/2012 | | C | | 10,000 | A | \$ 0 | 10,000 | I | By Trust ⁽³⁾ |
| Class A Common Stock ⁽¹⁾ | 08/07/2012 | | C | | 1,000 | A | \$ 0 | 1,000 | I | By Trust ⁽⁴⁾ |
| Class A Common Stock ⁽¹⁾ | 08/07/2012 | | C | | 1,000 | A | \$ 0 | 1,000 | I | By Trust ⁽⁵⁾ |
| Class A Common | 08/07/2012 | | S | | 3,111 | D | \$ 32.3156 | 6,889 | I | By Trust ⁽³⁾ |

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| Stock | | | | | | <u>(8)</u> | | | |
|----------------------------|------------|---|-------|---|---------------------------------|------------|---|------------------------|--|
| Class A Common Stock | 08/07/2012 | S | 1,322 | D | \$ <u>33.205</u> <u>(9)</u> | 5,567 | I | By Trust <u>(3)</u> | |
| Class A Common Stock | 08/07/2012 | S | 5,567 | D | \$ <u>34.017</u> <u>(10)</u> | 0 | I | By Trust <u>(3)</u> | |
| Class A Common Stock | 08/07/2012 | S | 1,000 | D | \$ 31.75 | 0 | I | By Trust <u>(4)</u> | |
| Class A Common Stock | 08/07/2012 | S | 1,000 | D | \$ 31.75 | 0 | I | By Trust <u>(5)</u> | |
| Class A Common Stock | | | | | | 100 | D | | |

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. P Derivative Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Class B Common Stock | <u>(2)</u> | 08/07/2012 | | C | 10,000 | <u>(2)</u> | <u>(2)</u> | Class A Common Stock | 10,000 |
| Class B Common Stock | <u>(2)</u> | 08/07/2012 | | C | 1,000 | <u>(2)</u> | <u>(2)</u> | Class A Common Stock | 1,000 |
| Class B Common Stock | <u>(2)</u> | 08/07/2012 | | C | 1,000 | <u>(2)</u> | <u>(2)</u> | Class A Common Stock | 1,000 |

| | | | | | |
|----------------------------|-----|-----|-----|----------------------------|-----|
| Class B Common Stock | (2) | (2) | (2) | Class A Common Stock | (2) |
| Class B Common Stock | (2) | (2) | (2) | Class A Common Stock | (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Dolby Ray C/O DOLBY LABORATORIES, INC. 100 POTRERO AVENUE SAN FRANCISCO, CA 94103-4813 | | | X | |

Signatures

/s/ Thomas Kostic on behalf of himself and Morrison & Foerster LLP,
Attorney-in-Fact

08/08/2012

__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) Each share of Class A Common Stock issued upon conversion of one share of Class B Common Stock at the election of the reporting person.
- (2) Shares of Class B Common Stock are convertible at any time at the option of the holder into shares of Class A Common Stock on a 1-for-1 basis.
- (3) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by Ray Dolby and Dagmar Dolby, as Trustees of the Ray Dolby 2002 Trust A dated April 19, 2002, voting power of which is held by Thomas E. Dolby, son of Ray Dolby, as Special Trustee of the Ray Dolby 2002 Trust A dated April 19, 2002. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (4) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record Ray Dolby and Dagmar Dolby, as Trustees of the Ray Dolby 2011 Trust A, dated December 14, 2011. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (5) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record Ray Dolby and Dagmar Dolby, as Trustees of the Ray Dolby 2011 Trust B, dated December 14, 2011. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (6) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by Ray Dolby and Dagmar Dolby as Trustees of the Ray Dolby Trust under the Dolby Family Trust instrument, dated May 7, 1999. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (7) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by Ray Dolby and Dagmar Dolby, as Trustees of the Ray Dolby 2002 Trust B dated April 19, 2002, voting power of which is held by David E. Dolby, son of Ray Dolby, as Special Trustee of the Ray Dolby 2002 Trust B dated April 19, 2002. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (8) This transaction was executed in multiple trades at prices ranging from \$31.75 to \$32.71. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.

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- (9) This transaction was executed in multiple trades at prices ranging from \$32.83 to \$33.65. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.
- (10) This transaction was executed in multiple trades at prices ranging from \$33.76 to \$34.20. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.

Remarks:

All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan

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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