

Dolby Ray
Form 4
December 20, 2012

FORM 4

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

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

OMB APPROVAL

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(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)

12/18/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock ⁽¹⁾	12/18/2012		C	V 1,800,000 A \$ 0	1,800,000	I	By Trust ⁽²⁾
Class A Common Stock ⁽¹⁾	12/18/2012		G	V 1,800,000 D \$ 0	0	I	By Trust ⁽²⁾
Class A Common Stock					100	D	

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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(3)	12/18/2012		C	1,800,000	(3)	(3)	Class A Common Stock	1,800,000
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	(3)

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/ Patrick McCabe,
Attorney-in-Fact

12/20/2012

__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) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by the reporting person and his spouse, Dagmar Dolby, as Trustees of the Ray Dolby Trust under the Dolby Family Trust Instrument, dated May 7, 1999 (the "Ray Dolby Trust"). The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(3) 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.

(4) Excludes 2,500,000 shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) that were previously held by the Ray Dolby Trust and were contributed to Dolby Holdings II LLC (the "Family LLC").

(5) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by the Family LLC, investment power of which is held by Dagmar Dolby, spouse of the reporting person and manager of the Family LLC, and voting power of which is held by (i) Thomas E. Dolby, son of the reporting person and a special manager of the Family LLC, with respect to 50% of such shares, and (ii) David E. Dolby, son of the reporting person and a special manager of the Family LLC, with respect to 50% of such shares. The Dolby Family Trust Instrument, dated May 7, 1999 holds 100% of the membership interests of the Family LLC. 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 the reporting person and his spouse, Dagmar Dolby as Trustees of the Ray Dolby 2011 Trust A, dated December 14, 2011, voting power of which is held by Thomas E. Dolby, son of the reporting person, as Special Trustee 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.

(7) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by the reporting person and his spouse, Dagmar Dolby, as Trustees of the Ray Dolby 2011 Trust B, dated December 14, 2011, voting power of which is held by David E. Dolby, son of the reporting person, as Special Trustee 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.

(8) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by the reporting person and his spouse, 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 the reporting person, 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.

(9) Reflects shares of Class B Common Stock (convertible into a like number of shares of Class A Common Stock) held of record by the reporting person and his spouse, 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 the reporting person, 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.

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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