

JASPER N WILLIAM JR
 Form 3/A
 March 08, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â JASPER N WILLIAM JR | | (Month/Day/Year) | Dolby Laboratories, Inc. [DLB] | |
| (Last) | (First) | (Middle) | 02/16/2005 | |
| C/O DOLBY LABORATORIES, INC., Â 100 POTRERO AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 02/15/2005 |
| SAN FRANCISCO, Â CA Â 94103 | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President and CEO | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|---|----------|------------|--------------------------------|---------|----------|----------------------------------|---|
| Employee Stock Option (right to buy) | Â (1)(2) | 11/18/2012 | Class B Common Stock (4) | 187,500 | \$ 1.26 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 04/20/2014 | Class B Common Stock (4) | 900,000 | \$ 2.08 | D | Â |
| Class B Common Stock | Â (4) | Â (4) | Class A Common Stock | 387,500 | \$ 0 (5) | D | Â |
| Class B Common Stock | Â (4) | Â (4) | Class A Common Stock | 300,000 | \$ 0 (5) | I | By N.William Jasper, Jr. 2004 Irrevocable Trust |
| Class B Common Stock | Â (4) | Â (4) | Class A Common Stock | 125,000 | \$ 0 (5) | I | By Kristen L. McFarland 2004 Irrevocable Trust |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JASPER N WILLIAM JR C/O DOLBY LABORATORIES, INC. 100 POTRERO AVENUE SAN FRANCISCO, CA 94103 | Â X | Â | Â President and CEO | Â |

Signatures

/s/ N. W. Jasper,
Jr. 03/03/2005

**Signature of
Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This amendment is being filed to clarify the number of shares of Class B Common Stock that becomes exercisable under the option at each vesting date.
- (2) This option was granted for a total of 250,000 shares of Class B Common Stock. 1/4 of the total number of shares issuable under the option vests on each anniversary of January 1, 2003, the vesting commencement date.
- (3) This option was granted for a total of 900,000 shares of Class B Common Stock. 1/4 of the total number of shares issuable under the option vests on each anniversary of April 1, 2004, the vesting commencement date.
- (4) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
- (5) 1-for-1

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