

Dolby Laboratories, Inc.  
Form SC 13D/A  
June 21, 2018

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

**SCHEDULE 13D**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 40)\***

**DOLBY LABORATORIES, INC.**

**(Name of Issuer)**

**CLASS A COMMON STOCK**

**CLASS B COMMON STOCK**

**(Title of Class of Securities)**

**CLASS A COMMON STOCK: 25659T107**

**CLASS B COMMON STOCK: Not Applicable**

**(CUSIP Number)**

**Dolby Laboratories, Inc.**

**1275 Market Street**

**San Francisco, CA 94103**

**Phone: (415) 558-0200**

**(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)**

**June 18, 2018**

**(Date of Event Which Requires Filing of This Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

(Page 1 of 15 Pages)

Class A CUSIP Number: 25659T107  
Class B CUSIP Number: Not Applicable

Page 2 of 15 Pages

1. Names of reporting persons

Dagmar Dolby

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

Number of 7. Sole voting power  
shares

beneficially 793,164 shares of Class A Common Stock (1)(2)

owned by 8. Shared voting power

each

reporting 1,126,000 shares of Class A Common Stock and 32,788,779 shares of Class B Common  
Stock (1)(3)

person 9. Sole dispositive power

with

793,164 shares of Class A Common Stock and 39,776,233 shares of Class B Common  
Stock (1)(4)

10. Shared dispositive power

126,000 shares of Class A Common Stock (1)(5)

11. Aggregate amount beneficially owned by each reporting person

1,919,164 shares of Class A Common Stock and 39,776,233 shares of Class B Common Stock (1)(3)(4)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

40.0% (1)(6)(7)(8)

14. Type of reporting person (see instructions)

IN

- (1) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (2) Consists of 793,164 shares of Class A Common Stock held of record by the Ray and Dagmar Dolby Family Fund, a California nonprofit public benefit corporation and a private foundation within the meaning of section 509(a) of the Internal Revenue Code (the Dolby Family Fund ). Dagmar Dolby is the President and sole director of, and has sole dispositive and voting power over the shares held of record by, the Dolby Family Fund. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.
- (3) Consists of (i) 1,126,000 shares of Class A Common Stock held of record by the Dagmar Dolby Fund, a California nonprofit public benefit corporation (the Dagmar Dolby Fund ), (ii) 24,108,162 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Marital Trust under the Dolby Family Trust Instrument dated May 7, 1999 (the Marital Trust ), and (iii) 8,680,617 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby Trust under the Dolby Family Trust Instrument dated May 7, 1999 (the Dagmar Dolby Trust ). Dagmar Dolby, as one of three directors of the Dagmar Dolby Fund, has shared voting power over all 1,126,000 shares of Class A Common Stock held of record by the Dagmar Dolby Fund and has or will have within 60 days after June 20, 2018 shared dispositive power over 126,000 of the shares of Class A Common Stock held of record by the Dagmar Dolby Fund, with voting and disposition decisions regarding such shares requiring the majority vote of the Dagmar Dolby Fund's board of directors. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of each of the Marital Trust and the Dagmar Dolby Trust. Dagmar Dolby has sole dispositive power over the shares held of record by each of the Marital Trust and the Dagmar Dolby Trust, and Dagmar Dolby and David E. Dolby have shared voting power over the shares held of record by each of the Marital Trust and the Dagmar Dolby Trust, with voting decisions requiring the unanimous vote of the Trustee and the Special Trustee. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.
- (4) Consists of (i) 793,164 shares of Class A Common Stock held of record by the Dolby Family Fund, (ii) 24,108,162 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Marital

- Trust, (iii) 8,680,617 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby Trust, (iv) 160,592 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust A dated April 19, 2002 (the Ray Dolby 2002 Trust A ), (v) 463,262 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust B dated April 19, 2002 (the Ray Dolby 2002 Trust B ), (vi) 1,040,000 shares of Class B Common Stock held of record by Dolby Holdings II LLC ( Dolby Holdings II ), (vii) 350,000 shares of Class B Common Stock held of record by Dolby Holdings III LLC ( Dolby Holdings III ), (viii) 1,173,600 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2017 Trust BB dated May 25, 2017 (the Dagmar Dolby 2017 Trust BB ), and (ix) 3,800,000 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2018 Trust BB dated June 20, 2018 (the Dagmar Dolby 2018 Trust BB ). Dagmar Dolby is the Trustee of, and has sole dispositive power over the shares held of record by, each of the Marital Trust, the Dagmar Dolby Trust, the Ray Dolby 2002 Trust A, the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB. Dagmar Dolby and David E. Dolby, Special Trustee of the Marital Trust and the Dagmar Dolby Trust, have shared voting power over the shares held of record by each of the Marital Trust and the Dagmar Dolby Trust, with voting decisions requiring the unanimous vote of the Trustee and the Special Trustee. Thomas E. Dolby, Dagmar Dolby's son, is the Special Trustee of, and has sole voting power over the shares held of record by, the Ray Dolby 2002 Trust A. David E. Dolby is the Special Trustee of, and has sole voting power over the shares held of record by, each of the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB. Dagmar Dolby has sole dispositive power over the shares held of record by Dolby Holdings II and Dolby Holdings III as the Manager of each, each of Thomas E. Dolby and David E. Dolby has sole voting power over 50% of the shares held of record by Dolby Holdings II as a Special Manager of Dolby Holdings II, and David E. Dolby has sole voting power over all of the shares held of record by Dolby Holdings III as a Special Manager of Dolby Holdings III. Dagmar Dolby, as the President and sole director of the Dolby Family Fund, has sole dispositive and voting power over the shares held of record by the Dolby Family Fund. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.
- (5) Consists of 126,000 shares of Class A Common Stock held of record by the Dagmar Dolby Fund. Dagmar Dolby, as one of three directors of the Dagmar Dolby Fund, has shared voting power over all 1,126,000 shares of Class A Common Stock held of record by the Dagmar Dolby Fund and has or will have within 60 days after June 20, 2018 shared dispositive power over 126,000 of the shares of Class A Common Stock held of record by the Dagmar Dolby Fund, with voting and disposition decisions regarding such shares requiring the majority vote of the Dagmar Dolby Fund's board of directors. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.
  - (6) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by Dagmar Dolby is 40.8%. Dagmar Dolby's percentage ownership of Class B Common Stock is 95.4%.
  - (7) The shares represented in Row 11 represent 83.4% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock and the shares over which Dagmar Dolby has sole or shared voting power represent 68.8% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
  - (8) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dagmar Dolby, as Trustee of the Marital Trust under the Dolby Family Trust Instrument dated May 7, 1999

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

9. 24,108,162 shares of Class B Common Stock (9)(10)  
 Sole dispositive power

reporting

person

10. 24,108,162 shares of Class B Common Stock (9)(10)  
 Shared dispositive power

with

None

11. Aggregate amount beneficially owned by each reporting person

24,108,162 shares of Class B Common Stock (9)(10)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

23.2% (9)(11)(12)(13)

14. Type of reporting person (see instructions)

OO

- (9) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (10) Consists of 24,108,162 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Marital Trust. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Marital Trust. Dagmar Dolby has sole dispositive power over the shares held of record by the Marital Trust, and Dagmar Dolby and David E. Dolby have shared voting power over the shares held of record by the Marital Trust, with voting decisions requiring the unanimous vote of the Trustee and the Special Trustee.
- (11) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Marital Trust is 27.9%. The Marital Trust's percentage ownership of Class B Common Stock is 57.8%.
- (12) Represents 50.3% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (13) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
Class B CUSIP Number: Not Applicable

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1. Names of reporting persons

Dagmar Dolby, as Trustee of the Dagmar Dolby Trust under the Dolby Family Trust Instrument dated May 7, 1999

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

Number of 7. Sole voting power

shares

beneficially

None

8. Shared voting power

owned by

each

8,680,617 shares of Class B Common Stock (14)(15)

reporting 9. Sole dispositive power

person

with

8,680,617 shares of Class B Common Stock (14)(15)

10. Shared dispositive power



None

11. Aggregate amount beneficially owned by each reporting person

8,680,617 shares of Class B Common Stock (14)(15)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

8.3% (14)(16)(17)(18)

14. Type of reporting person (see instructions)

OO

(14) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.

(15) Consists of 8,680,617 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby Trust. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Dagmar Dolby Trust. Dagmar Dolby has sole dispositive power over the shares held of record by the Dagmar Dolby Trust, and Dagmar Dolby and David E. Dolby have shared voting power over the shares held of record by the Dagmar Dolby Trust, with voting decisions requiring the unanimous vote of the Trustee and the Special Trustee.

(16) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Dagmar Dolby Trust is 12.2%. The Dagmar Dolby Trust's percentage ownership of Class B Common Stock is 20.8%.

(17) Represents 18.1% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.

(18) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust A dated April 19, 2002

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

None

9. Sole dispositive power

reporting

person

160,592 shares of Class B Common Stock (19)(20)

with

10. Shared dispositive power

None

11. Aggregate amount beneficially owned by each reporting person

160,592 shares of Class B Common Stock (19)(20)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

0.2% (19)(21)(22)(23)

14. Type of reporting person (see instructions)

OO

- (19) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (20) Consists of 160,592 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust A. Thomas E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Ray Dolby 2002 Trust A. Dagmar Dolby has sole dispositive power over the shares held of record by the Ray Dolby 2002 Trust A, and Thomas E. Dolby has sole voting power over the shares held of record by the Ray Dolby 2002 Trust A.
- (21) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Ray Dolby 2002 Trust A is 0.3%. The Ray Dolby 2002 Trust A's percentage ownership of Class B Common Stock is 0.4%.
- (22) Represents 0.3% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (23) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust B dated April 19, 2002

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

None

9. Sole dispositive power

reporting

person

463,262 shares of Class B Common Stock (24)(25)

with

10. Shared dispositive power

None

11. Aggregate amount beneficially owned by each reporting person

463,262 shares of Class B Common Stock (24)(25)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

0.4% (24)(26)(27)(28)

14. Type of reporting person (see instructions)

OO

- (24) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (25) Consists of 463,262 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust B. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Ray Dolby 2002 Trust B. Dagmar Dolby has sole dispositive power over the shares held of record by the Ray Dolby 2002 Trust B, and David E. Dolby has sole voting power over the shares held of record by the Ray Dolby 2002 Trust B.
- (26) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Ray Dolby 2002 Trust B is 0.7%. The Ray Dolby 2002 Trust B's percentage ownership of Class B Common Stock is 1.1%.
- (27) Represents 1.0% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (28) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dolby Holdings II LLC

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

Delaware

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

9. 1,040,000 shares of Class B Common Stock (29)(30)  
Sole dispositive power

reporting

person

None

with

10. Shared dispositive power

1,040,000 shares of Class B Common Stock (29)(30)

11. Aggregate amount beneficially owned by each reporting person

1,040,000 shares of Class B Common Stock (29)(30)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

1.0% (29)(31)(32)(33)

14. Type of reporting person (see instructions)

OO

- (29) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (30) Consists of 1,040,000 shares of Class B Common Stock held of record by Dolby Holdings II. Dagmar Dolby has sole dispositive power over the shares held of record by Dolby Holdings II as the Manager of Dolby Holdings II. Each of Thomas E. Dolby and David E. Dolby, Dagmar Dolby's sons, has sole voting power over 50% of the shares held of record by Dolby Holdings II as a Special Manager of Dolby Holdings II.
- (31) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by Dolby Holdings II is 1.6%. Dolby Holdings II's percentage ownership of Class B Common Stock is 2.5%.
- (32) Represents 2.2% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (33) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dolby Holdings III LLC

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

Delaware

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

9. 350,000 shares of Class B Common Stock (34)(35)  
Sole dispositive power

reporting

person

None

with

10. Shared dispositive power

350,000 shares of Class B Common Stock (34)(35)



11. Aggregate amount beneficially owned by each reporting person

350,000 shares of Class B Common Stock (34)(35)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

0.3% (34)(36)(37)(38)

14. Type of reporting person (see instructions)

OO

- (34) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (35) Consists of 350,000 shares of Class B Common Stock held of record by Dolby Holdings III. Dagmar Dolby has sole dispositive power over the shares held of record by Dolby Holdings III as the Manager of Dolby Holdings III. David E. Dolby, Dagmar Dolby's son, has sole voting power over the shares held of record by Dolby Holdings III as the Special Manager of Dolby Holdings III.
- (36) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by Dolby Holdings III is 0.6%. Dolby Holdings III's percentage ownership of Class B Common Stock is 0.8%.
- (37) Represents 0.7% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (38) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dagmar Dolby, as Trustee of the Dagmar Dolby 2017 Trust BB dated May 25, 2017

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

None

9. Sole dispositive power

reporting

person

1,173,600 shares of Class B Common Stock (39)(40)

with

10. Shared dispositive power

None

11. Aggregate amount beneficially owned by each reporting person

1,173,600 shares of Class B Common Stock (39)(40)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

1.1% (39)(41)(42)(43)

14. Type of reporting person (see instructions)

OO

- (39) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (40) Consists of 1,173,600 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2017 Trust BB. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Dagmar Dolby 2017 Trust BB. Dagmar Dolby has sole dispositive power over the shares held of record by the Dagmar Dolby 2017 Trust BB, and David E. Dolby has sole voting power over the shares held of record by the Dagmar Dolby 2017 Trust BB.
- (41) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Dagmar Dolby 2017 Trust BB is 1.8%. The Dagmar Dolby 2017 Trust BB's percentage ownership of Class B Common Stock is 2.8%.
- (42) Represents 2.4% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (43) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Dagmar Dolby, as Trustee of the Dagmar Dolby 2018 Trust BB dated June 20, 2018

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

None

beneficially

8. Shared voting power

owned by

each

None

9. Sole dispositive power

reporting

person

3,800,000 shares of Class B Common Stock (44)(45)

with

10. Shared dispositive power

None

11. Aggregate amount beneficially owned by each reporting person

3,800,000 shares of Class B Common Stock (44)(45)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

3.6% (44)(46)(47)(48)

14. Type of reporting person (see instructions)

OO

- (44) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (45) Consists of 3,800,000 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2018 Trust BB. David E. Dolby, Dagmar Dolby's son, is the Special Trustee of the Dagmar Dolby 2018 Trust BB. Dagmar Dolby has sole dispositive power over the shares held of record by the Dagmar Dolby 2018 Trust BB, and David E. Dolby has sole voting power over the shares held of record by the Dagmar Dolby 2018 Trust BB.
- (46) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by the Dagmar Dolby 2018 Trust BB is 5.7%. The Dagmar Dolby 2018 Trust BB's percentage ownership of Class B Common Stock is 9.1%.
- (47) Represents 7.9% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (48) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
Class B CUSIP Number: Not Applicable

1. Names of reporting persons

Thomas E. Dolby

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

7. Sole voting power

Number of

shares

680,592 shares of Class B Common Stock (49)(50)

beneficially

8. Shared voting power

owned by

each

9. None  
Sole dispositive power

reporting

person

10. None  
Shared dispositive power

with

None

11. Aggregate amount beneficially owned by each reporting person
- 680,592 shares of Class B Common Stock (49)(50)
12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)
13. Percent of class represented by amount in Row (11)
- 0.7% (49)(51)(52)(53)
14. Type of reporting person (see instructions)

IN

- (49) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (50) Consists of (i) 160,592 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust A, and (ii) 520,000 shares of Class B Common Stock held of record by Dolby Holdings II. Dagmar Dolby, Thomas E. Dolby's mother, is the Trustee of, and has sole dispositive power over the shares held of record by, the Ray Dolby 2002 Trust A. Thomas E. Dolby is the Special Trustee of, and has sole voting power over the shares held of record by, the Ray Dolby 2002 Trust A. Dagmar Dolby has sole dispositive power over the shares held of record by Dolby Holdings II as the Manager of Dolby Holdings II, and Thomas E. Dolby has sole voting power over 50% of the 1,040,000 shares of Class B Common Stock held of record by Dolby Holdings II as a Special Manager of Dolby Holdings II. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (51) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by Thomas E. Dolby is 1.1%. Thomas E. Dolby's percentage ownership of Class B Common Stock is 1.6%.
- (52) Represents 1.4% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (53) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

Class A CUSIP Number: 25659T107  
 Class B CUSIP Number: Not Applicable

1. Names of reporting persons

David E. Dolby

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC use only

4. Source of funds (see instructions)

Not applicable

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

USA

Number of 7. Sole voting power  
 shares

beneficially 62,435 shares of Class A Common Stock and 6,306,862 shares of Class B Common Stock  
 (54)(55)

owned by 8. Shared voting power  
 each

reporting 32,788,779 shares of Class B Common Stock (54)(56)  
 person 9. Sole dispositive power

with  
 10. 62,435 shares of Class A Common Stock (54)(57)  
 Shared dispositive power



None

11. Aggregate amount beneficially owned by each reporting person

62,435 shares of Class A Common Stock and 39,095,641 shares of Class B Common Stock (54)(55)(56)

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11)

37.6% (54)(58)(59)(60)

14. Type of reporting person (see instructions)

IN

(54) The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights and voting rights. Each share of Class B Common Stock is convertible into one share of Class A Common Stock, at no cost, at any time at the option of the holder, upon the affirmative vote of the holders of a majority of the shares of Class B Common Stock, or upon certain transfers. Each share of Class B Common Stock is entitled to ten votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.

(55) Consists of (i) 61,150 shares of Class A Common Stock held of record by David E. Dolby, (ii) stock options held of record by David E. Dolby to purchase up to 1,285 shares of Class A Common Stock that are exercisable within 60 days after June 20, 2018, (iii) 463,262 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust B, (iv) 520,000 shares of Class B Common Stock held of record by Dolby Holdings II, (v) 350,000 shares of Class B Common Stock held of record by Dolby Holdings III, (vi) 1,173,600 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2017 Trust BB, and (vii) 3,800,000 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby 2018 Trust BB. Dagmar Dolby, David E. Dolby's mother, is the Trustee of, and has sole dispositive power over the shares held of record by, each of the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB. David E. Dolby is the Special Trustee of, and has sole voting power over the shares held of record by, each of the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB. Dagmar Dolby has sole dispositive power over the shares held of record by Dolby Holdings II and Dolby Holdings III as the Manager of each, and David E. Dolby has sole voting power over 50% of the 1,040,000 shares of Class B Common Stock held of record by Dolby Holdings II and all of the 350,000 shares of Class B Common Stock held of record by Dolby Holdings III, as Special Manager of each. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(56) Consists of (i) 24,108,162 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Marital Trust and (ii) 8,680,617 shares of Class B Common Stock held of record by Dagmar Dolby, as Trustee of the Dagmar Dolby Trust. David E. Dolby is the Special Trustee of each of the Marital Trust and the Dagmar Dolby Trust. Dagmar Dolby has sole dispositive power over the shares held of record by each of the Marital Trust and the Dagmar Dolby Trust, and Dagmar Dolby and David E. Dolby have shared voting power over the shares held of record by each of the Marital Trust and the Dagmar Dolby Trust, with voting decisions requiring the unanimous vote of the Trustee and the Special Trustee. The Reporting Person disclaims beneficial ownership

of these securities except to the extent of his pecuniary interest therein.

- (57) Consists of (i) 61,150 shares of Class A Common Stock held of record by David E. Dolby, and (ii) stock options held of record by David E. Dolby to purchase up to 1,285 shares of Class A Common Stock that are exercisable within 60 days after June 20, 2018.
- (58) Represents the percentage ownership of Class A Common Stock assuming the conversion of all outstanding shares of Class B Common Stock into shares of Class A Common Stock. The percentage ownership of Class A Common Stock assuming the conversion of only the outstanding shares of Class B Common Stock beneficially owned by David E. Dolby is 38.6%. David E. Dolby's percentage ownership of Class B Common Stock is 93.8%.
- (59) Represents 81.6% of the total outstanding voting power of the Class A Common Stock and Class B Common Stock.
- (60) Based on 62,434,488 shares of Class A Common Stock and 41,677,918 shares of Class B Common Stock outstanding on April 27, 2018.

**Explanatory Note:**

This Amendment No. 40 to Schedule 13D (this Amendment ) amends the Schedule 13D initially filed with the Commission on December 27, 2011 (as subsequently amended prior to the date hereof, the Statement ). This Amendment is filed on behalf of (i) Dagmar Dolby, (ii) Thomas E. Dolby, (iii) David E. Dolby, (iv) Dagmar Dolby, as Trustee of the Marital Trust, (v) Dagmar Dolby, as Trustee of the Dagmar Dolby Trust, (vi) Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust A, (vii) Dagmar Dolby, as Trustee of the Ray Dolby 2002 Trust B, (viii) Dolby Holdings II, (ix) Dolby Holdings III, (x) Dagmar Dolby, as Trustee of the Dagmar Dolby 2017 Trust BB, and (xi) Dagmar Dolby, as Trustee of the Dagmar Dolby 2018 Trust BB (collectively, the Reporting Persons ), relating to the beneficial ownership of the Class A Common Stock, \$0.001 par value per share (the Class A Common Stock ), and the Class B Common Stock, \$0.001 par value per share (the Class B Common Stock ), of Dolby Laboratories, Inc., a Delaware corporation (the Company ). Except as set forth herein, this Amendment does not supplement, restate or amend any of the information disclosed in the Statement. Capitalized terms used but not defined in this Amendment have the meanings ascribed to them in the Statement.

**Item 2. Identity and Background.**

Item 2 of the Statement is amended and restated in its entirety to read in full as follows:

Dagmar Dolby is the widow of Ray Dolby, the former Founder and Director Emeritus of the Company, and serves as the Trustee of each of the Marital Trust, the Dagmar Dolby Trust, the Ray Dolby 2002 Trust A, the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB. The Marital Trust and the Dagmar Dolby Trust are formed under the Dolby Family Trust Instrument dated May 7, 1999, and each such trust was formed for tax and estate planning purposes as a result of the death of Ray Dolby on September 12, 2013. Each of the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB is a grantor retained annuity trust (GRAT ) established by Dagmar Dolby. Dagmar Dolby is a U.S. citizen and each of the Marital Trust, the Dagmar Dolby Trust, the Ray Dolby 2002 Trust A, the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB is established under the laws of the State of California.

Thomas E. Dolby, Dagmar Dolby's son, is a writer and serves as the Special Trustee of, and has sole voting power over the shares held of record by, the Ray Dolby 2002 Trust A.

David E. Dolby, Dagmar Dolby's son, is a director of the Company and serves as a Managing Director of Dolby Family Ventures, an early-stage venture firm not affiliated with the Company. David E. Dolby serves as the Special Trustee of, and shares voting power with Dagmar Dolby as to the shares held of record by, each of the Marital Trust and the Dagmar Dolby Trust. David E. Dolby serves as the Special Trustee of, and has sole voting power over the shares held of record by, each of the Ray Dolby 2002 Trust B, the Dagmar Dolby 2017 Trust BB and the Dagmar Dolby 2018 Trust BB.

Each of Dolby Holdings II and Dolby Holdings III (each, a Family LLC ) is a limited liability company formed under the laws of the State of Delaware. Dagmar Dolby is the Manager of each Family LLC; Thomas E. Dolby and David E. Dolby are Special Managers of Dolby Holdings II; and David E. Dolby is the Special Manager of Dolby Holdings III. The members of the Family LLCs (the Members ), which have no management control over the Family LLCs, consist of trusts of which Dagmar Dolby is the trustee that have been established for the benefit of Dagmar Dolby and/or her immediate family members.

The business address of each of the Reporting Persons and the Members is C/O Dolby Laboratories, Inc., 1275 Market Street, San Francisco, California 94103.

During the last five years, no Reporting Person or Member (i) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), or (ii) has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.

**Item 4. Purpose of Transaction.**

Item 4 of the Statement is amended by adding the following thereto:

On June 20, 2018, the Dagmar Dolby 2017 Trust BB transferred 764,000 shares of Class B Common Stock to the Dagmar Dolby Trust (the 2017 GRAT 2018 Annuity Share Distribution ). The Dagmar Dolby 2017 Trust BB's trust instrument requires an annual annuity payment to the Dagmar Dolby Trust, and the 2017 GRAT 2018 Annuity Share Distribution was effected in satisfaction of the annuity payment requirements, and in accordance with the terms, of such trust instrument. The 2017 GRAT 2018 Annuity Share Distribution was a transfer for no value, without the payment or receipt of any funds or other consideration by any Reporting Person in exchange therefor.

On June 20, 2018, Dagmar Dolby established a new GRAT, the Dagmar Dolby 2018 Trust BB, and the Dagmar Dolby Trust contributed 3,800,000 shares of Class B Common Stock to such GRAT (the 2018 GRAT Share Contribution ). The 2018 GRAT Share Contribution was effected solely for tax and estate planning purposes, and was a transfer for no value without the payment or receipt of any funds or other consideration by any Reporting Person in exchange therefor.

On June 20, 2018, the limited liability company agreement of Dolby Holdings III was amended to (i) establish the position of Special Manager, which has sole voting power over all of the shares held of record by Dolby Holdings III, and (ii) appoint David E. Dolby to such position (the DH III LLC Agreement Amendment ). The DH III LLC Agreement Amendment was effected solely for tax and estate planning and investment management purposes and for no value, without the payment or receipt of any funds or other consideration by any Reporting Person in exchange therefor.

**Item 5. Interest in Securities of the Issuer.**

Subsection (c) and of Item 5 of the Statement is amended and restated in its entirety to read in full as follows:

(c) The information set forth in Item 4 regarding the 2017 GRAT 2018 Annuity Share Distribution, the 2018 GRAT Share Contribution and the DH III LLC Agreement Amendment is incorporated herein by reference. In addition to such transactions, the table set forth on Schedule A reflects all other transactions effected by the Reporting Persons in the classes of securities reported on during the period beginning on June 6, 2018, the day immediately following the date of the last transaction reported in the most recently filed amendment to this Statement before the date hereof, and ending on June 20, 2018, the date of the last transaction reported in this Amendment. Each transaction set forth on Schedule A represents (i) the conversion of the applicable number of shares of Class B Common Stock into an equal number of shares of Class A Common Stock, and (ii) the sale of such shares of Class A Common Stock in open market trades pursuant to the 2018 Trading Plans.

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

Item 6 of the Statement is amended by adding the following thereto:

The information set forth in Item 4 is incorporated herein by reference.

**Item 7. Material to Be Filed as Exhibits.**

- Exhibit 1: Joint Filing Agreement pursuant to Rule 13d-1(k)(1) (filed herewith).
- Exhibit 2: Power of Attorney Dagmar Dolby (incorporated by reference to Exhibit 2 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 3: Power of Attorney Thomas E. Dolby (incorporated by reference to Exhibit 3 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 4:

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- Power of Attorney David E. Dolby (incorporated by reference to Exhibit 4 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 5: Power of Attorney Marital Trust (incorporated by reference to Exhibit 6 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 6: Power of Attorney Dagmar Dolby Trust (incorporated by reference to Exhibit 7 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 7: Power of Attorney Ray Dolby 2002 Trust A (incorporated by reference to Exhibit 8 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 8: Power of Attorney Ray Dolby 2002 Trust B (incorporated by reference to Exhibit 9 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 9: Power of Attorney Dolby Holdings II (incorporated by reference to Exhibit 12 to the Schedule 13D/A filed with the Commission on March 10, 2014).
- Exhibit 10: Power of Attorney Dolby Holdings III (incorporated by reference to Exhibit 10 to the Schedule 13D/A filed with the Commission on March 29, 2018).
- Exhibit 11: Power of Attorney Dagmar Dolby 2017 Trust BB (incorporated by reference to Exhibit 11 to the Schedule 13D/A filed with the Commission on May 26, 2017).
- Exhibit 12: Power of Attorney Dagmar Dolby 2018 Trust BB (filed herewith).

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Date: June 21, 2018.

**DAGMAR DOLBY**

By: \*  
Dagmar Dolby

**MARITAL TRUST UNDER THE DOLBY FAMILY TRUST INSTRUMENT DATED MAY 7, 1999**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**THOMAS E. DOLBY**

By: \*  
Thomas E. Dolby

**DAGMAR DOLBY TRUST UNDER THE DOLBY FAMILY TRUST INSTRUMENT DATED MAY 7, 1999**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**DAVID E. DOLBY**

By: \*  
David E. Dolby

**RAY DOLBY 2002 TRUST A DATED APRIL 19, 2002**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**DAGMAR DOLBY 2017 TRUST BB DATED MAY 25, 2017**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**RAY DOLBY 2002 TRUST B DATED APRIL 19, 2002**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**DAGMAR DOLBY 2018 TRUST BB DATED JUNE 20, 2018**

By: \*  
Name: Dagmar Dolby  
Title: Trustee

**DOLBY HOLDINGS II LLC**

By: \*  
Name: Dagmar Dolby  
Title: Manager

**DOLBY HOLDINGS III LLC**

By: \*  
Name: Dagmar Dolby  
Title: Manager

\*By: /s/ Patrick McCabe  
Patrick McCabe, on behalf of Shartsis Friese LLP,  
as Attorney-in-Fact



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**SCHEDULE A**

<b>Name of Reporting Person</b>	<b>Date of Transaction</b>	<b>No. of Shares</b>	<b>Sale Price Per Share of Class A Common Stock (1)</b>
Dagmar Dolby Trust	6/6/2018	50,000	\$ 64.3601(2)
Dagmar Dolby Trust	6/7/2018	50,000	\$ 64.4470(3)
Dagmar Dolby Trust	6/8/2018	50,000	\$ 64.2501(4)
Dagmar Dolby Trust	6/11/2018	50,000	\$ 64.3118(5)
Dagmar Dolby Trust	6/12/2018	50,000	\$ 64.0142(6)
Dagmar Dolby Trust	6/13/2018	50,000	\$ 64.4979(7)
Dagmar Dolby Trust	6/14/2018	50,000	\$ 65.2405(8)
Dagmar Dolby Trust	6/15/2018	50,000	\$ 65.1069(9)
Dagmar Dolby Trust	6/18/2018	50,000	\$ 65.5035(10)
Dagmar Dolby Trust	6/19/2018	49,900	\$ 64.8208(11)
Dagmar Dolby Trust	6/19/2018	100	\$ 65.1700
Dagmar Dolby Trust	6/20/2018	50,000	\$ 65.2182(12)

- (1) The applicable Reporting Person hereby undertakes to provide upon request to the Commission, the Company or a security holder of the Company full information regarding the number of shares and prices at which the transactions were effected.
- (2) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.155 to \$64.54 per share, inclusive.
- (3) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.255 to \$64.69 per share, inclusive.
- (4) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$63.93 to \$64.73 per share, inclusive.
- (5) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$63.96 to \$64.51 per share, inclusive.
- (6) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$63.54 to \$64.46 per share, inclusive.
- (7) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.13 to \$64.74 per share, inclusive.
- (8) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.61 to \$65.48 per share, inclusive.
- (9) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.66 to \$65.39 per share, inclusive.
- (10) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.97 to \$65.70 per share, inclusive.
- (11) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.13 to \$65.12 per share, inclusive.
- (12) Reflects the weighted average sale price, for multiple transactions executed at prices ranging from \$64.915 to \$65.35 per share, inclusive.