Partridge Timothy A Form 3/A March 08, 2005

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 *

A Partridge Timothy A

(Last)

(First)

(Middle)

Statement

02/16/2005

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Dolby Laboratories, Inc. [DLB]

C/O DOLBY LABORATORIES.

INC., 100 POTRERO

AVENUE

(Street)

(Month/Day/Year)

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

02/15/2005

(Check all applicable)

Sr. V.P. & GM, Prof. Division

Director _X__ Officer

10% Owner

Other (give title below) (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

SAN

FRANCISCO, Â CAÂ 94103

(City)

(State)

(Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Form: Direct (D) or Indirect

(I)

(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

Conversion or Exercise Price of

4.

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration

Exercisable Date Title

(Instr. 4)

Amount or Number of Derivative Security

Security: Direct (D)

Derivative

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					Shares		or Indirect (I) (Instr. 5)	
	Employee Stock Option (right to buy)	(1)(2)	09/30/2010	Class B Common Stock (5)	21,740	\$ 1.26	D	Â
	Employee Stock Option (right to buy)	(3)	11/18/2012	Class B Common Stock (5)	50,000	\$ 1.26	D	Â
	Employee Stock Option (right to buy)	(4)	04/20/2014	Class B Common Stock (5)	180,000	\$ 2.08	D	Â
(Class B Common Stock	(5)	(5)	Class A Common Stock	50,000	\$ 0 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Partridge Timothy A C/O DOLBY LABORATORIES, INC. 100 POTRERO AVENUE SAN FRANCISCO, CA 94103	Â	Â	Sr. V.P. & GM, Prof. Division	Â		

Signatures

/s/ Timothy A. Partridge	03/08/2005		
**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 71,740 shares of Class B Common Stock. 1/4 of the total number of shares issuable under the option becomes exercisable on each anniversary of October 1, 2000, the vesting commencement date.
- (3) This option was granted for a total of 50,000 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.
- (4) This option was granted for a total of 180,000 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.
- (5) 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.
- (**6**) 1-for-1

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

Reporting Owners 2

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