EXHIBIT 24(a-tt)
Exhibit 24
Exhibit 24(a)
U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*

<table>
<thead>
<tr>
<th>Wood</th>
<th>Michael C.</th>
<th>LeapFrog Enterprises, Inc. (LF)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Last)</td>
<td>(First)</td>
<td></td>
</tr>
<tr>
<td>(Middle)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6401 Hollis Street, Suite 150</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Emeryville</td>
<td>CA</td>
<td>94608</td>
</tr>
</tbody>
</table>

2. Issuer Name and Ticker or Trading Symbol

<table>
<thead>
<tr>
<th>Issuer Name and Ticker or Trading Symbol</th>
</tr>
</thead>
<tbody>
<tr>
<td>LeapFrog Enterprises, Inc. (LF)</td>
</tr>
</tbody>
</table>

3. IRS Identification Number of Reporting Person, If an entity (Voluntary)

<table>
<thead>
<tr>
<th>IRS Identification Number of Reporting Person, If an entity (Voluntary)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
</tr>
</tbody>
</table>

4. Statement for Month/Day/Year

<table>
<thead>
<tr>
<th>Statement for Month/Day/Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>April 30, 2003</td>
</tr>
</tbody>
</table>

5. If Amendment, Date of Original (Month/Day/Year)

<table>
<thead>
<tr>
<th>If Amendment, Date of Original (Month/Day/Year)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
</tr>
</tbody>
</table>

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

<table>
<thead>
<tr>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>X</em> Director</td>
</tr>
<tr>
<td><em>X</em> Officer</td>
</tr>
<tr>
<td><em>X</em> Other</td>
</tr>
</tbody>
</table>

7. Individual or Joint/Group Filing (Check Applicable Line)

<table>
<thead>
<tr>
<th>Individual or Joint/Group Filing (Check Applicable Line)</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>X</em> Form filed by One Reporting Person</td>
</tr>
<tr>
<td><em>X</em> Form filed by More Than One Reporting Person</td>
</tr>
</tbody>
</table>

CEO, President and Vice Chairman

<table>
<thead>
<tr>
<th>CEO, President and Vice Chairman</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
</tr>
</tbody>
</table>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>Amount</th>
<th>Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>4/30/03</td>
<td>M</td>
<td>A</td>
<td>8,367</td>
<td>$5.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/30/03</td>
<td>S(1)</td>
<td>D</td>
<td>8,367</td>
<td>$26.58</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/30/03</td>
<td>S(1)</td>
<td>D</td>
<td>18,717</td>
<td>$26.58</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/30/03</td>
<td>S(1)</td>
<td>D</td>
<td>2,291</td>
<td>$26.58</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/30/03</td>
<td>S(1)</td>
<td>D</td>
<td>2,862,822</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td></td>
<td></td>
<td></td>
<td>271</td>
<td>$26.58</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>34,603</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>By Wife</td>
</tr>
</tbody>
</table>

(Print or Type Responses)

(Over) SEC 1474 (3-99)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>4/30/03</td>
<td>M</td>
<td>(A) 8,367 (D) 12/31/09</td>
<td>Class A Common</td>
<td>8,367</td>
<td>1,089,192</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of $48 per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04

Handwritten note:

```
James P. Curley  5/1/03
```

Reminder:

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note:

File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Exhibit 24(b)
U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*
Wood, Michael C.
6401 Hollis Street, Suite 150
Emeryville, CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. (LF)

3. IRS Identification Number of Reporting Person, if an entity

4. Statement for Month/Day/Year
May 7, 2003

5. If Amendment, Date of Original (Month/Day/Year)

CEO, President and Vice Chairman

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
X Director
X Officer
10% Owner
(Other) (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More Than One Reporting Person

1. Title of Security (Instr. 3)
Class A Common Stock

2. Transaction Date (Month/Day/Year)
5/7/03

2A. Deemed Execution Date, If any (Month/Day/Year)

3. Transaction Code (Instr. 8)
M

4. Securities Acquired (A) or Disposed of (D)
(A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

Class A Common Stock 8,419

6. Ownership Form: Direct (D) or Indirect (I)
Direct

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Class A Common Stock</th>
<th>5/7/03</th>
<th>M</th>
<th>A</th>
<th>$5.00</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/7/03</td>
<td>S(1)</td>
<td>8,419</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/7/03</td>
<td>S(1)</td>
<td>18,717</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/7/03</td>
<td>S(1)</td>
<td>2,239</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/7/03</td>
<td>S(1)</td>
<td>271</td>
<td>D</td>
</tr>
</tbody>
</table>

(Over) SEC 1474 (3-99)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Owner (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>5/7/03</td>
<td></td>
<td>M</td>
<td>8,419</td>
<td>(2) 12/31/09</td>
<td>Class A Common</td>
<td>8,419</td>
<td>1,080,773</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


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

Signature of Reporting Person
By: James P. Curley, Attorney-in-Fact

Date: 5/8/03
Exhibit 24(c)
Wood Michael C. LeapFrog Enterprises, Inc. (LF) 

6401 Hollis Street, Suite 150
Emeryville CA 94608

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/21/03</td>
<td>M</td>
<td>8,320</td>
<td>A</td>
<td>$5.00</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/21/03</td>
<td>S(1)</td>
<td>8,320</td>
<td>D</td>
<td>$27.36</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/21/03</td>
<td>S(1)</td>
<td>18,722</td>
<td>D</td>
<td>$27.36</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/21/03</td>
<td>S(1)</td>
<td>2,333</td>
<td>D</td>
<td>$27.36</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/21/03</td>
<td>S(1)</td>
<td>271</td>
<td>D</td>
<td>$27.36</td>
<td></td>
</tr>
</tbody>
</table>

By Wife
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 6)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>5/21/03</td>
<td>M</td>
<td>(A)</td>
<td>8,320</td>
<td>(2)</td>
<td>12/31/09</td>
<td>Class A Common</td>
<td>8,320</td>
<td>1,064,125</td>
<td>D</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

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

** If the form is filed by more than one reporting person, see Instruction 4(b)(v).


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

Signature of Reporting Person

Peter Wong, Attorney-in-Fact

Date: 5/22/03
Exhibit 24(d)
U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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, and Section 20(b) of the Investment Company Act of 1940.

1. Name and Address of Reporting Person
Wood Michael C.

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. (LF)

3. IRS Identification Number of Reporting Person, if an entity
(No entity)

4. Statement for Month/Day/Year
May 28, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   X Director
   X Officer
   _% Owner
   _ Employee
   _ Other
   (Specify below)

CEO, President and Vice Chairman

6401 Hollis Street, Suite 150

(Street) Emeryville CA 94608

City State Zip

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 1, 4, and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/28/03</td>
<td>M</td>
<td>8,360 A</td>
<td>83.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/28/03</td>
<td>S(1)</td>
<td>8,360 D</td>
<td>527.21</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/28/03</td>
<td>S(1)</td>
<td>18,722 D</td>
<td>527.21</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/28/03</td>
<td>S(1)</td>
<td>2,293 D</td>
<td>527.21</td>
<td>2,778.749</td>
<td>D</td>
<td>By Wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/28/03</td>
<td>S(1)</td>
<td>271 D</td>
<td>527.21</td>
<td>33,519</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

(Date) SEC 144 (3-99)
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Type of Derivative Security (Instr. 3)</th>
<th>Expiration Date of Derivative Security</th>
<th>Date of Transaction</th>
<th>Transaction Code</th>
<th>Securities Acquired or Disposed of (A) or Directed of (D) (Instr. 5, 6, and 7)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title or Number of Shares</th>
<th>Price of Derivative Security (Instr. 6)</th>
<th>Number of Derivative Securities Beneficially Owned (Instr. 8)</th>
<th>Form of Derivative Security Beneficially Owned (Instr. 9)</th>
<th>Ownership (Instr. 10)</th>
<th>Nature of Interest Beneficially Owned (Instr. 11)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>5/5.00</td>
<td>5/28/03</td>
<td>M</td>
<td>8,360 (2)</td>
<td>12/31/09</td>
<td>Class A Common</td>
<td>8,360</td>
<td>1,055,765</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Explanation of Responses:

1. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48 each month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

#### Notes:
- Report on a separate line for each class of securities beneficially owned directly or indirectly.
- If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

By: Peter McCane, Attorney-in-Fact
Exhibit 24(e)
**U.S. SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filled 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

1. **Name and Address of Reporting Person**
   - Wood, Michael  
   - 6401 Hollis Street, Suite 150  
   - Emeryville, CA 94608

2. **Issuer Name and Ticker or Trading Symbol**  
   - LeapFrog Enterprises, Inc. (LF)

3. **IRS Identification Number of Reporting Person, if an entity**
   - (Voluntary)

4. **Statement of Month/Day/Year**
   - June 4, 2003

5. **Relationship of Reporting Person to Issuer**
   - [ ] Director  
   - [ ] 10% Owner  
   - [ ] Officer  
   - [ ] Other

CEO, President and Vice Chairman  
6401 Hollis Street, Suite 150  
Emeryville, CA 94608

6. **Individual or Joint/Group Filling**
   - [ ] Form filed by one reporting person
   - [ ] Form filed by more than one reporting person

### Table 1 - Non-Derivative Securities Acquired, Disposed Of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 3)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>64/03</td>
<td></td>
<td>M</td>
<td>8,283 A</td>
<td>$58.00</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>64/03</td>
<td></td>
<td>S(1)</td>
<td>8,283 D</td>
<td>$28.28</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>64/03</td>
<td></td>
<td>S(1)</td>
<td>18.722 D</td>
<td>$28.28</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>64/03</td>
<td></td>
<td>S(1)</td>
<td>2.370 D</td>
<td>2.757657</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>64/03</td>
<td></td>
<td>S(1)</td>
<td>271 D</td>
<td>23,248</td>
<td>I</td>
</tr>
</tbody>
</table>

**By Wife**
**FORM 4 (continued)**

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>No. of Derivative Security</th>
<th>Expiration Date</th>
<th>Number of Derivative Securities Acquired</th>
<th>Date of Acquisition</th>
<th>Number of Derivative Securities Disposed of</th>
<th>Date of Disposition</th>
<th>Number of Shares Acquired</th>
<th>Date of Acquisition</th>
<th>Number of Shares Disposed of</th>
<th>Date of Disposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock (Options right to buy)</td>
<td>55.00</td>
<td>6-4-03</td>
<td>M</td>
<td>8,283</td>
<td>(2) 12-31-03</td>
<td>Class A Common</td>
<td>8,283</td>
<td>1.047,482</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanations of Reports:**

1. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


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

---

**Michael C.**

Signature of Reporting Person

6/15/03

**Date**

*By:* Michael C. Wood

**Page 2**

SFC 147.1 (3-99)
**U.S. SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. **Name and Address of Reporting Person**
   - Wood Michael C.
   - 6401 Hollis Street, Suite 150
     - Emeryville, CA 94608

2. **Issuer Name and Ticker or Trading Symbol**
   - LeapFrog Enterprises, Inc. (LF)

3. **IRS Identification Number of Reporting Person, if an entity**
   - (Voluntary)
   - CEO, President and Vice Chairman

4. **Statement for Month/Day/Year**
   - June 11, 2003

5. **If Amendment, Date of Original Statement for Month/Day/Year**

6. **Relationship of Reporting Person(s) to Issuer**
   - _X_ Director
   - _X_ Officer
   - _10% Owner
   - Other
   - (specify below)

7. **Individual or Joint/Group Filing**
   - 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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, If any (Month/Day/Year)</th>
<th>Transaction Code</th>
<th>Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>M</td>
<td>A</td>
<td>$5.00</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>S(1)</td>
<td>6,876</td>
<td>D</td>
<td>$29.63</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>S(2)</td>
<td>15,608</td>
<td>D</td>
<td>$29.63</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>S(3)</td>
<td>2,006</td>
<td>D</td>
<td>$29.63</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>S(4)</td>
<td>4,885</td>
<td>D</td>
<td>2,735,158</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/11/03</td>
<td>S(5)</td>
<td>271</td>
<td>D</td>
<td>32,977</td>
</tr>
</tbody>
</table>

8. **Form filed by One Reporting Person**

9. **By Wife**

---

(Print or Type Responses)
<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>6/11/03</td>
<td>M</td>
<td>6,876</td>
<td>12/31/09</td>
<td>Class A Common</td>
<td>6,876</td>
<td>1,040,606</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) The sales and gift reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


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

Signature of Reporting Person

By: Peter M.O. Wong, Attorney-in-Fact

[Signature]

Date: 12/03

Page 2
SEC 1474 (3-99)
Exhibit 24(g)
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**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

---

**1. Name and Address of Reporting Person**  
Michael C. Wood  
Leapfrog Enterprises, Inc. [LF]  
4401 Hollis Street, Suite 150  
Emeryville CA 94608

**2. Issuer Name and Ticker or Trading Symbol**  
Leapfrog Enterprises, Inc. [LF]

**3. Date of Earliest Transaction Required to be Reported**  
06/18/2003

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

**5. Relationship of Reporting Person(s) to Issuer (check all applicable)**  
- [X] Director  
- [ ] 10% Owner  
- [ ] Officer (give title below)  
- [ ] Other (specify below)

**CEO, President, Vice Chairman**

**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**

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>06/18/2003</td>
<td>M (1)</td>
<td>A</td>
<td>8,096</td>
<td>5,186</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/18/2003</td>
<td>S (1)</td>
<td>D</td>
<td>8,096</td>
<td>5,186</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/18/2003</td>
<td>S (1)</td>
<td>D</td>
<td>21,280</td>
<td>2,213,787</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/18/2003</td>
<td>S (1)</td>
<td>D</td>
<td>8,096</td>
<td>5,186</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/18/2003</td>
<td>S (1)</td>
<td>D</td>
<td>271</td>
<td>22,706</td>
<td>I</td>
<td>By wife</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 7)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>06/18/2003</td>
<td>M</td>
<td>8,095</td>
<td>01/01/2000</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,095</td>
<td>0</td>
<td>1,032,511</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/31/03; 8,349 options vest on 1/1/04.

By: /s/ Michael C. Wood

6/19/03

Signature of Reporting Person


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.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 20-Jun-2003 08:00
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000003

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------ NOTICE ------------------------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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7:00 a.m. to 7:00 p.m. Eastern Time.

We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(h)
**FORM 4**

**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.

1. **Name and Address of Reporting Person**
   - Michael C. Wood
   - 6401 Hollis Street, Suite 150
   - Emeryville CA 94608

2. **Issuer Name and Ticker or Trading Symbol**
   - LeapFrog Enterprises, Inc. (LF)

3. **Date of Earliest Transaction Required to be Reported**
   - 06/25/2003

4. **Individual or Joint/Group Filing**
   - X Form filed by one Reporting Person

5. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - 10% Owner
   - CEO, President, Vice Chairman

6. **Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>06/20/2003</td>
<td></td>
<td>S (1)</td>
<td>8,193 A</td>
<td>8,193,000</td>
<td>2,222,871 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/25/2003</td>
<td></td>
<td>S (1)</td>
<td>8,193 D</td>
<td>8,193,000</td>
<td>2,213,878 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/25/2003</td>
<td></td>
<td>S (1)</td>
<td>21,182 D</td>
<td>21,182,000</td>
<td>2,691,696 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/25/2003</td>
<td></td>
<td>S (1)</td>
<td>271 D</td>
<td>271,000</td>
<td>32,433 D</td>
<td>I By wife</td>
</tr>
</tbody>
</table>

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

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>55.00</td>
<td>06/25/2003</td>
<td>M</td>
<td>8,193</td>
<td>01/01/2000 (2)</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,193</td>
<td>0</td>
<td>1,024,311</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

---

**By:**/s/ Michael C. Wood  
**Signature of Reporting Person**  
6/25/03

---

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**  
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.  
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.
Submission Notification

Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000005)
Date: 26-Jun-2003 16:21

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4
NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 26-Jun-2003 16:20
ACCEPTED DATE: 26-Jun-2003 16:21
TEST FILING: NO
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000005

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

The EDGAR system is available to receive and process filings from 8:00 a.m. to 10:00 p.m. Eastern Time on business days. Filer Support staff members are available to respond to requests for assistance from 7:00 a.m. to 7:00 p.m. Eastern Time.

We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(i)
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person*
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
   (Month/Day/Year)
   07/02/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
   _X_ Director
   _X_ Officer (give title below) ___ Other (specify below)
   CEO, President, Vice Chairman

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

<table>
<thead>
<tr>
<th>Class A Common Stock</th>
<th>07/02/2003</th>
<th>M (1)</th>
<th>6,541</th>
<th>A</th>
<th>$5.00</th>
<th>2,699,237</th>
<th>D</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/02/2003</td>
<td>S (1)</td>
<td>6,541</td>
<td>D</td>
<td>$31.51</td>
<td>2,692,696</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/02/2003</td>
<td>S (1)</td>
<td>16,959</td>
<td>D</td>
<td>$31.51</td>
<td>2,675,737</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/03/2003</td>
<td>S (1)</td>
<td>211</td>
<td>D</td>
<td>$31.51</td>
<td>32,218</td>
<td>1</td>
</tr>
</tbody>
</table>

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

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

By wife
Form 4 (cont.)

Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issue Name and Ticker or Trading Symbol
Leapfrog Enterprises, Inc. [LFG]

Period Of Report
07/02/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Exercisable Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 3)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td></td>
<td>Class A Common</td>
<td>6,541</td>
<td>01/01/2000</td>
<td>12/31/2009</td>
<td>6,541</td>
<td>0</td>
<td>1,017,777</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/s/ Michael C. Wood
7/7/03
**Signature of Reporting Person  
Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
The following submission has been accepted by the U.S. Securities and Exchange Commission.

Company: Leapfrog Enterprises Inc
Form Type: 4  Number of Documents: 1
Received Date: 07-Jul-2003 19:37  Accepted Date: 07-Jul-2003 19:37
Filing Date: 08-Jul-2003 08:00  Confirming Copy: No
Accession Number: 0001215345-03-000007

File Number(s):
1. 001-31396

The password for login CIK 0001215345 will expire 22-Jan-2004 16:46.

Please refer to the accession number listed above for future inquiries.

Reporting Owner(s):
1. CIK: 0001215345
   Owner: Michael C. Wood
   Form Type: 4
   File Number(s):
   1. 001-31396

Issuer:
2. CIK: 0001138951
   Company: Leapfrog Enterprises Inc

----------------------------- NOTICE -----------------------------

Urgent: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee account activity statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

The EDGAR system is available to receive and process filings from 8:00 a.m. to 10:00 p.m. Eastern time on business days. Filer Support staff members are available to respond to requests for assistance from 7:00 a.m. to 7:00 p.m. Eastern time.

We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(j)
1. Name and Address of Reporting Person
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]
   Class A Common Stock

3. Date of Earliest Transaction Reported
   07/09/2003

4. If amendment, Date Original Filed
   07/09/2003

5. Relationship of Reporting Person(s) to Issuer
   X Director
   10% Owner
   X Officer (give title below)
   CEO, President, Vice Chairman

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. B)</th>
<th>4. Securities Acquired or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2003</td>
<td>M (1)</td>
<td>6,498 A</td>
<td>2,572,215</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2003</td>
<td>S (1)</td>
<td>6,498 D</td>
<td>2,572,215</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2003</td>
<td>S (1)</td>
<td>17,002 D</td>
<td>2,658,735</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2003</td>
<td>S (1)</td>
<td>217 D</td>
<td>32,291</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yyyy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yyyy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>07/09/2003</td>
<td>M</td>
<td>6,498</td>
<td>01/01/2000 (A)</td>
<td>Class A Common Stock</td>
<td>6,498</td>
<td>0</td>
<td>1,011,279</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/s/ Michael C. Wood
7/11/03

**Signature of Reporting Person**

---

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 14-Jul-2003 08:00
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000008

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------------------ NOTICE ------------------------------------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

The EDGAR system is available to receive and process filings from 8:00 a.m. to 10:00 p.m. Eastern Time on business days. Filer Support staff members are available to respond to requests for assistance from 7:00 a.m. to 7:00 p.m. Eastern Time.
Exhibit 24(k)
FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person*
   Michael C. Wood
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)
   07/09/2003

4. If amendment, Date Original Filed (Month/Day/Year)
   07/11/2003

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
   X Director
   X Officer (give title below) 10% Owner
   ___ Other (specify below)

   CEO, President, Vice Chairman

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2003</td>
<td>S (1)</td>
<td>217 D</td>
<td>$33.14</td>
<td>32,001 (2)</td>
<td>By wife</td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * If the form is filed by more than one reporting person, see Instruction 4(b)(v). 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.
Table I - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities BeneficiallyOwned FollowingReportedTransaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Correcting number of shares beneficially owned.

By: [Signature]
Michael C. Wood
Attorney-in-Fact on behalf of
Date: 7/18/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4/A NUMBER OF DOCUMENTS: 1
FILING DATE: 18-Jul-2003 14:20
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000010

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4/A
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------ NOTICE ------------------------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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Exhibit 24(l)
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

1. Name and Address of Reporting Person
   Michael C. Wood
   6401 Hollis Street, Suite 130
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
   07/16/2003

4. If amendment, Date Original Filed
   07/16/2003

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>Executed Date, if any (mm/dd/yy)</th>
<th>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Ownership Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/16/2003</td>
<td></td>
<td>M</td>
<td></td>
<td>6,600</td>
<td>$5.00</td>
<td>2,665,335 D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/16/2003</td>
<td>S (I)</td>
<td>6,600</td>
<td>D</td>
<td>$29.57</td>
<td>2,658,735 D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/16/2003</td>
<td>S (I)</td>
<td>16,900</td>
<td>D</td>
<td>$29.57</td>
<td>2,641,835 D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/16/2003</td>
<td>S (I)</td>
<td>217</td>
<td>D</td>
<td>$20.57</td>
<td>31,784</td>
<td>I</td>
</tr>
</tbody>
</table>

CEO, President, Vice Chairman

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Trans- action Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 3)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 &amp; 4)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>07/16/2003</td>
<td>M</td>
<td>(A)</td>
<td>07/01/2000 12/31/2009</td>
<td>Class A Common 6,600</td>
<td>0</td>
<td>1,004,679</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood

Signature of Reporting Person
We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.

Margaret Rozowsk

From: EDGAR.POSTMASTER@sec.gov
Sent: Friday, July 18, 2003 7:20 AM
To: pwong@Leapfrog.com; mrozowsk@Leapfrog.com
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000009)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 18-Jul-2003 14:20
TEST FILING: NO CONFIRMING COPY: NO
ACCESSION NUMBER: 0001215345-03-000009

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

________________________ NOTICE _______________________

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity
Exhibit 24(m)
FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person
   Michael C. Wood
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
   (Month/Day/Year)
   07/23/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
   X Director
   X Officer (give title below)
   □ 10% Owner
   □ Other (specify below)

   CEO, President, Vice Chairman

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/23/2003</td>
<td></td>
<td>M</td>
<td>6,637 A</td>
<td>$5.00</td>
<td>2,648,472</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/23/2003</td>
<td></td>
<td>S (1)</td>
<td>6,637 D</td>
<td>$28.48</td>
<td>2,641,835</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/23/2003</td>
<td></td>
<td>S (1)</td>
<td>16,863 D</td>
<td>$28.48</td>
<td>2,624,972</td>
<td>D</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Form 4 (cont.)
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Date (mm/dd/yy)</th>
<th>3. Transaction Code</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Date (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>07/23/2003</td>
<td>M</td>
<td>V</td>
<td>6,637</td>
<td>01/01/2000 (2) to 12/31/2009 (3)</td>
<td>Class A Common 6,637 0 Shares $998,042 0 D</td>
<td>Class A Common 6,637 0 Shares $998,042 0 D</td>
<td>Class A Common 6,637 0 Shares $998,042 0 D</td>
<td>Class A Common 6,637 0 Shares $998,042 0 D</td>
<td>Class A Common 6,637 0 Shares $998,042 0 D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 11/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,133 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood
Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 4 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 25-Jul-2003 08:00
TEST FILING: NO CONFIRMING COPY: NO
ACCESSION NUMBER: 0001215345-03-000011
FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

---------------------- NOTIC E ----------------------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(n)
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

<table>
<thead>
<tr>
<th>1. Name and Address of Reporting Person</th>
<th>2. Issuer Name and Ticker or Trading Symbol</th>
<th>3. Date of Event</th>
<th>4. Relationship of Reporting Person(s) to Issuer</th>
<th>5. Relationship of Reporting Person(s) to Issuer</th>
<th>6. Individual or Joint/Group Filing</th>
</tr>
</thead>
<tbody>
<tr>
<td>Michael C. Wood</td>
<td>LeapFrog Enterprises, Inc. (LF)</td>
<td>07/30/2003</td>
<td>CEO, President, Vice Chairman</td>
<td>X 10% Owner</td>
<td>X Form filed by One Reporting Person</td>
</tr>
</tbody>
</table>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date (Instr. 8)</th>
<th>3. Transaction Code</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>6. Ownership Forms: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/30/2003</td>
<td></td>
<td>M</td>
<td>6,594 A</td>
<td>$5.00</td>
<td>2,631,506</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/30/2003</td>
<td></td>
<td>S (1)</td>
<td>6,594 D</td>
<td>$29.77</td>
<td>2,624,972</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/30/2003</td>
<td></td>
<td>S (1)</td>
<td>16,906 D</td>
<td>$29.77</td>
<td>2,608,066</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/30/2003</td>
<td></td>
<td>S (1)</td>
<td>217 D</td>
<td>$29.77</td>
<td>31,350</td>
<td></td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 &amp; 4)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>07/30/2003</td>
<td>M</td>
<td>V (A) (D)</td>
<td>Date Exercisable 01/01/2000, Expiration Date 12/31/2009</td>
<td>Class A Common 6,594 Shares</td>
<td>991,448 Shares D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By /s/ Michael C. Wood
Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 04-Aug-2003 12:59
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000012

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 1:46.
PAMACHART TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

--- NOTICE ---

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August 4, 2003

Mr. Herb Scholl
Chief, Office of EDGAR & Information Analysis
Division of Corporation Finance
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: LeapFrog Enterprises, Inc. (CIK: 0001138951)
Form Type: Form 4
Accession Number 0001215345-03-000012 – Date Adjustment Request

Dear Mr. Scholl:

The purpose of this letter is to request a change of date for the above referenced Form 4 EDGAR filing for LeapFrog Enterprises, Inc.

We attempted to connect approximately 25 times from 8:00 p.m. to 10:00 p.m. Eastern time via the SEC's system on Friday, August 1, to submit the EDGAR filing. Due to technical difficulties we were not able to connect until August 4, 2003. The Form 4 filing was accepted at 12:59 on August 4, 2003, with an August 4, 2003 filing date. Since good faith attempts were made to file with the Commission but technical difficulties outside our control were encountered, we respectfully request an adjustment of the filing date to August 1, 2003.

The August 1, 2003 filing date is extremely important to us in order to remain in compliance with SEC rules. We are aware of and make every attempt to file all Section 16 filings within the accelerated deadlines recently adopted by the Commission. We attempted in good faith to file prior to 10:00 p.m. Eastern time. Please grant an adjustment of the filing date to August 1, 2003.

I appreciate your prompt consideration regarding this matter. Should you have questions regarding the circumstances of this filing I would be happy to provide any additional information required. I can be reached at (510) 420-4882. I would appreciate you informing me if and when the requested change in filing date has taken effect. My fax number is (510) 420-5008.

Very truly yours,

James P. Curley
Chief Financial Officer

JPC:mr

SEC Date Adjustment Req (Word).doc

Learn Something New Every Day!™
Exhibit 24(o)
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/06/2003</td>
<td></td>
<td>M</td>
<td>8,254 A</td>
<td>$5.00 2,431,320</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/06/2003</td>
<td>S (1)</td>
<td>8,254 D</td>
<td>$29.47 2,408,066</td>
<td>D</td>
<td>Indirect (I)</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/06/2003</td>
<td>S (1)</td>
<td>217 D</td>
<td>$29.47 31,078</td>
<td>D</td>
<td>By wife</td>
<td></td>
</tr>
</tbody>
</table>
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 1)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Derivative Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>08/06/2003</td>
<td>M</td>
<td>V</td>
<td>8,254</td>
<td>01/01/2000</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,254</td>
<td>0</td>
<td>983,194</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,325 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By /s/ Peter M.O. Wong, Attorney-in-Fact, on behalf of Michael C. Wood

Date 8/8/03

Signature of Reporting Person
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 08-Aug-2003 18:35 ACCEPTED DATE: 08-Aug-2003 18:35
FILING DATE: 08-Aug-2003 18:35
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000013
FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 18:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(p)
United States Securities and Exchange Commission
Washington, D.C. 20549

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(b) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
   Michael C. Wood
   6401 Hollis Street, Suite 150
   Emeryville, CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. (LF)

3. Date of Earliest Transaction Required to be Reported
   (Month/Day/Year)
   08/13/2003

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

5. Relationship of Reporting Person(s) to Issuer
   _X_ Director
   _X_ Officer (give title below) ___10% Owner
   ___1% Owner
   ___10% to 50% of class
   ___50% to 1% of class
   ___1/10 to 1% of class
   ___5/10 to 1/10 of class
   ___1/100 to 1/10 of class
   ___Other (specify below)

   CEO, President, Vice Chairman

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

<table>
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<tr>
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<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
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<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td></td>
<td>M</td>
<td>8,232 A</td>
<td>2,595,177</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td></td>
<td>S (1)</td>
<td>8,232 D</td>
<td>2,586,945</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td></td>
<td>S (1)</td>
<td>21,143 D</td>
<td>2,565,802</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td></td>
<td>S (1)</td>
<td>271 D</td>
<td>30,808</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
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<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>08/13/2003</td>
<td>M</td>
<td>8232</td>
<td>01/01/2000 (2)</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,232</td>
<td>6</td>
<td>974,962</td>
</tr>
</tbody>
</table>

Explanation of Responses:
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**Signature of Reporting Person**

By: James P. Curley, Attorney-In-Fact, on behalf of Michael C. Wood

8/14/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4
NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 15-Aug-2003 15:30
ACCEPTED DATE: 15-Aug-2003 15:30
FILING DATE: 15-Aug-2003 15:30
TEST FILING: NO
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000014

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

---------- NOTICE ----------

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Exhibit 24(q)
FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(h).

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

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

1. Name and Address of Reporting Person*
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
(Month/Day/Year)
08/20/2003

4. If amendment, Date Original Filed (Month/Day/Year)
08/20/2003

5. Relationship of Reporting Person(s) to Issuer
(choose all applicable)
-X Director
-10% Owner
-X Officer (give title below)
Other (specify below)
CEO, President, Vice Chairman

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

<table>
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</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2003</td>
<td></td>
<td>M</td>
<td>8,097 A</td>
<td>$25.00</td>
<td>2,273,899</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2003</td>
<td></td>
<td>S (1)</td>
<td>8,097 D</td>
<td>$33.97</td>
<td>2,545,802</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2003</td>
<td></td>
<td>S (1)</td>
<td>20,546 D</td>
<td>$33.97</td>
<td>2,245,524</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2003</td>
<td></td>
<td>G (2)</td>
<td>732 D</td>
<td>0</td>
<td>2,544,524</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2003</td>
<td></td>
<td>S (1)</td>
<td>271 D</td>
<td>$33.97</td>
<td>20,537</td>
<td>I</td>
</tr>
</tbody>
</table>

By wife

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Exercisable Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>08/20/2003</td>
<td></td>
<td>M</td>
<td>8,097</td>
<td>01/01/2000 (3)</td>
<td>Class A Common Shares</td>
<td>8,097</td>
<td>0</td>
<td>966,865</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

Michael C. Wood 8/22/03
**Signature of Reporting Person**

By:/s/ Michael C. Wood 8/22/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4  NUMBER OF DOCUMENTS: 1
FILING DATE: 22-Aug-2003 19:54
TEST FILING: NO  CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000015

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

----------- NOTICE -----------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

The EDGAR system is available to receive and process filings from 6:00 a.m. to 10:00 p.m. Eastern Time on business days. Filer Support staff members are available to respond to requests for assistance from 7:00 a.m. to 7:00 p.m. Eastern Time.

We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(r)
1. Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
(Month/Day/Year)
08/27/2003

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

6. Individual or Joint/Group Filing (Check Applicable Line)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>Deemed Execution Date, if any (mm/dd/yy)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/27/2003</td>
<td></td>
<td>M</td>
<td>8,033</td>
<td>A</td>
<td>8.03</td>
<td>2,572,577</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/27/2003</td>
<td></td>
<td>S (1)</td>
<td>8,033</td>
<td>D</td>
<td>8.36</td>
<td>2,244,924</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/27/2003</td>
<td></td>
<td>S (1)</td>
<td>20,650</td>
<td>D</td>
<td>8.36</td>
<td>2,233,864</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/27/2003</td>
<td></td>
<td>G (2)</td>
<td>682</td>
<td>D</td>
<td>0</td>
<td>2,532,182</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/27/2003</td>
<td></td>
<td>S (1)</td>
<td>271</td>
<td>D</td>
<td>8.36</td>
<td>30,266</td>
<td>'</td>
<td>By wife</td>
</tr>
</tbody>
</table>
Form 4 (cont.)
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

Period Of Report
08/27/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>06/27/2003</td>
<td>M</td>
<td>8033</td>
<td>01/01/2000 (3)</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,033</td>
<td>0</td>
<td>958,832 D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48ths per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood
8/29/03

**Signature of Reporting Person**

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 29-Aug-2003 19:24
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000016

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46:

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------ NOTICE ------------------------

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Exhibit 24(s)
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 .

1. Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)
09/03/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
_X_ Director
__ 10% Owner
__ Officer (give title below) __ Other (specify below)

CEO, President, Vice Chairman

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/03/2003</td>
<td>M</td>
<td>A</td>
<td>$5.00</td>
<td>2,331,150</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/03/2003</td>
<td>S (1)</td>
<td>D</td>
<td>$38.99</td>
<td>2,331,182</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/03/2003</td>
<td>S (1)</td>
<td>D</td>
<td>$38.99</td>
<td>2,381,791</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/03/2003</td>
<td>S (1)</td>
<td>D</td>
<td>$38.99</td>
<td>2,391,900</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Page 1 of 2
9/5/03 11:06:45 AM
**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>09/03/2003</td>
<td></td>
<td>M</td>
<td>7,968</td>
<td>01/01/2000 (2)</td>
<td>Class A Common</td>
<td>0</td>
<td>950,864</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were affected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/s/ Michael C. Wood
**Signature of Reporting Person**

9/5/03
**Date**
Exhibit 24(t)
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person* Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
_X_ Director
_X_ Officer (give title below) ___ 10% Owner

3. Date of Earliest Transaction Required to be Reported
09/03/2003

CEO, President, Vice Chairman

4. If amendment, Date Original Filed (Month/Day/Year)
09/05/2003

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/03/2003</td>
<td></td>
<td>S (1)</td>
<td>21,407 D</td>
<td>2,301,773 D</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Form 4 (cont.)
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

Period Of Report
09/03/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

Explanations of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Correcting number of shares sold.

By: /s/ Michael C. Wood
**Signature of Reporting Person**

9/9/03
Date **Sept 10, 2003**

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4/A NUMBER OF DOCUMENTS: 1
FILING DATE: 10-Sep-2003 21:57
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000018

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4/A
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

NOTICE

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1
Exhibit 24(u)
**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

### 1. Name and Address of Reporting Person*
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

### 2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. (LF)

### 3. Date of Earliest Transaction Required to be Reported
09/10/2003

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

### 5. Relationship of Reporting Person(s) to Issuer (check all applicable)

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

CEO, President, Vice Chairman

### 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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Amount (A) or (D)</th>
<th>Price ($)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/10/2003</td>
<td>M</td>
<td>8,049 A</td>
<td>$5.65</td>
<td>2,509,828</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/10/2003</td>
<td>S</td>
<td>8,049 D</td>
<td>$5.65</td>
<td>2,509,828</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/10/2003</td>
<td>S</td>
<td>21,326 D</td>
<td>$35.65</td>
<td>2,480,449</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/10/2003</td>
<td>S</td>
<td>271 D</td>
<td>$35.65</td>
<td>29,724</td>
</tr>
</tbody>
</table>

### 7. Nature of Indirect Beneficial Ownership (Instr. 4)

- By wife

---

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Name and Address of Reporting Person
Michael C. Woad
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]
Period Of Report
09/10/2003

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Date Exercisable (mm/dd/yy)</th>
<th>Expiration Date (mm/dd/yy)</th>
<th>Title of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>09/10/2003</td>
<td>M</td>
<td>8049</td>
<td>01/01/2000 (2)</td>
<td>Class A Common Stock</td>
<td>8,049</td>
<td>0</td>
<td>942,815</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 22, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/s/ M.O. Wong, Attorney-in-Fact on behalf of Michael C. Wood
9/11/03
Date

**Signature of Reporting Person**

---

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 11-Sep-2003 20:49
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000019

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------ NOTICE ------------------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(v)
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**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

1. **Name and Address of Reporting Person**
   - Michael C. Wood
   - 6401 Hollis Street, Suite 150
   - Emeryville CA 94608

2. **Issuer Name and Ticker or Trading Symbol**
   - LeapFrog Enterprises, Inc. [LF]

3. **Date of Earliest Transaction Required to be Reported**
   - 09/17/2003

4. **Relationship of Reporting Person(s) to Issuer**
   - Director
   - CEO, President, Vice Chairman

5. **Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Executed Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
<th>Form of Direct Ownership</th>
<th>Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/17/2003</td>
<td></td>
<td>A</td>
<td>7,969</td>
<td>$5.00</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/17/2003</td>
<td></td>
<td>S(1)</td>
<td>7,969</td>
<td>$5.00</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/17/2003</td>
<td></td>
<td>S(1)</td>
<td>21,406</td>
<td>$53.93</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/17/2003</td>
<td></td>
<td>S(1)</td>
<td>271</td>
<td>$38.93</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

Period Of Report
09/17/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>09/17/2003</td>
<td>M</td>
<td>7969</td>
<td>01/01/2000-12/31/2009</td>
<td>Class A Common</td>
<td>Amount or Number of Shares</td>
<td>7,969</td>
<td>934,846</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/s/ Michael C. Wood
**Signature of Reporting Person

Date 9/18/03

Page 2 of 2


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 19-Sep-2003 17:06 ACCEPTED DATE: 19-Sep-2003 17:07
FILING DATE: 19-Sep-2003 17:06
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000020

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

U R G E N T: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(w)
FORM 4

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

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

1. Name and Address of Reporting Person
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   CEO, President, Vice Chairman
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

5. Relationship of Reporting Person(s) to Issuer
   X Director
   CEO, President, Vice Chairman
   10% Owner
   Other (specify below)

4. If amendment, Date Original Filed (Month/Day/Year)
   09/24/2003

6. Individual or Joint/Group Filing
   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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>2A. Dated Expiration Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form:</th>
<th>7. Nature of Indirect Beneficial Ownership Form:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/24/2003</td>
<td></td>
<td>M</td>
<td>A</td>
<td>7,944 A</td>
<td>2,466,987 D</td>
<td>Direct (D) or Indirect (I) (Instr. 4)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/24/2003</td>
<td></td>
<td>S (1)</td>
<td>D</td>
<td>7,944 D</td>
<td>2,459,043 D</td>
<td>Direct (D) or Indirect (I) (Instr. 4)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/24/2003</td>
<td></td>
<td>S (1)</td>
<td>D</td>
<td>21,431 D</td>
<td>2,437,612 D</td>
<td>Direct (D) or Indirect (I) (Instr. 4)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/24/2003</td>
<td></td>
<td>S (1)</td>
<td>D</td>
<td>271 D</td>
<td>25,182 I</td>
<td>By wife</td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yyyy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yyyy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yyyy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative SecuritiesBeneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>09/24/2003</td>
<td>M</td>
<td></td>
<td>7,944</td>
<td>01/01/2000 (2)</td>
<td>Class A Common</td>
<td>7,944</td>
<td>0</td>
<td>926,902</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/s/ Michael C. Wood
**Signaure of Reporting Person** 9/25/03

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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Margaret Rozowski

From: EDGAR.POSTMASTER@sec.gov
Sent: Friday, September 26, 2003 12:54 PM
To: Peter Wong; section16; Margaret Rozowski
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000021)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 26-Sep-2003 19:53
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000021

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------NOTICE------------------------

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Exhibit 24(x)
STATEDMENT 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

1. Name and Address of Reporting Person
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)
   10/01/2003

4. If amendment, Date Original Filed (Month/Day/Year)
   10/01/2003

5. Relationship of Reporting Person(s) to Issuer
   _X_ Director
   _X_ Officer (give title below) __10% Owner
   _X_ Officer (give title below) __Other (specify below)
   CEO, President, Vice Chairman

6. Individual or Joint/Group Filing (Check Applicable Line)
   _X_ Form filed by One Reporting Person
   Form filed by Marc Than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (mm/dd/yy)</th>
<th>2.A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2003</td>
<td></td>
<td>M</td>
<td>6,366 A $5.00</td>
<td>2,443,978 (D)</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2003</td>
<td></td>
<td>S (1)</td>
<td>6,366 D $38.76</td>
<td>2,378,712 (D)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2003</td>
<td></td>
<td>S (1)</td>
<td>17,134 D $38.76</td>
<td>2,420,478 (D)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2003</td>
<td></td>
<td>S (1)</td>
<td>217 D $38.76</td>
<td>28,565 (I)</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>10/01/2003</td>
<td>M</td>
<td>6,366</td>
<td>01/01/2000 - 12/31/2009</td>
<td>Class A Common</td>
<td>6,366</td>
<td>0</td>
<td>920,536</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

Signed: J. P. Curley, Attorney-in-Fact on behalf of Michael C. Wood

Date: 10/2/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


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

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.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 03-Oct-2003 12:19
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000022

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
 OWNER: WOOD MICHAEL C
 FORM TYPE: 4
 FILE NUMBER(S):
1. 001-31396

ISSUER:
2. CIK: 0001138951
 COMPANY: LEAPFROG ENTERPRISES INC

------------------------- NOTICE -------------------------

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Exhibit 24(y)
FORM 4

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

1. Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
(Month/Day/Year)
10/08/2003

4. If amendment, Date Original Filed
(Month/Day/Year)
10/09/2003

5. Relationship of Reporting Person(s) to Issuer
_X_ Director
_X_ Officer (give title below)___ 10% Owner
_ ___ Other (specify below)

CEO, President, Vice Chairman

6. Individual or Joint/Group Filing
_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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/08/2003</td>
<td>S (1)</td>
<td>17,262 D</td>
<td>2,403,276 D</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
**Form 4 (cont.)**

**Name and Address of Reporting Person**
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

**Issuer Name and Ticker or Trading Symbol**
LeapFrog Enterprises, Inc. [LF]

**Period Of Report**
10/08/2003

---

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Correcting number of shares sold.

---

By:/s/ Michael C. Wood
Signature of Reporting Person

**Date**
10/16/03

---

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


**Note:** File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4/A NUMBER OF DOCUMENTS: 1
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000024

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4/A
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

---------- NOTICE ----------

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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Exhibit 24(z)
**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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/08/2003</td>
<td>M</td>
<td>A</td>
<td>6,298 A</td>
<td>2,426,776 D</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/08/2003</td>
<td>S(1)</td>
<td>D</td>
<td>5,398 D</td>
<td>2,420,478 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/08/2003</td>
<td>S(1)</td>
<td>D</td>
<td>13,201 D</td>
<td>2,403,277 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/08/2003</td>
<td>S(1)</td>
<td>D</td>
<td>217 D</td>
<td>28,748 I</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
**Table II -Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Derivative Security</th>
<th>Conversion or Exercise Price</th>
<th>Transaction Date</th>
<th>Deemed Execution Date, if any</th>
<th>No. of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title and Amount of Underlying Securities</th>
<th>Price of Derivative Security</th>
<th>No. of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form of Derivative Securities: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership</th>
<th>Nature of Direct Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>10/08/2003</td>
<td>M</td>
<td>6298</td>
<td>01/01/2000</td>
<td>Class A Common 6,298</td>
<td>914,238</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

Signed: James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood

Date of Signature: 10/9/03

Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 09-Oct-2003 21:40
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000023

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

---------------------- NOTICE ----------------------

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Exhibit 24(aa)
FORM 4

El 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

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

1. Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
10/15/2003

4. If amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
  _X_ Director
  _X_ Officer (give title below) __ Other (specify below)

CEO, President, Vice Chairman

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Class of Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Number of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/15/2003</td>
<td>M</td>
<td></td>
<td>6,283 A</td>
<td>$5.00</td>
<td>2,409,559</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/15/2003</td>
<td>S (1)</td>
<td></td>
<td>6,283 D</td>
<td>$45.16</td>
<td>2,401,276</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/15/2003</td>
<td>S (1)</td>
<td></td>
<td>17,217 D</td>
<td>$45.16</td>
<td>2,386,059</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/15/2003</td>
<td>S (1)</td>
<td></td>
<td>217 D</td>
<td>$45.16</td>
<td>28,531</td>
<td>I</td>
<td>By wife</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
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<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>10/15/2003</td>
<td></td>
<td>M</td>
<td>6283</td>
<td>01/01/2000 (2)</td>
<td>Class A Common</td>
<td>6,283</td>
<td>0</td>
<td>907,955</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48ths per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

**Signature of Reporting Person**

By: /s/ Michael C. Wood

Date: 10/16/03

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000025

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(bb)
United States Securities Exchange Commission
Washington, D.C. 20549
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(e) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
   (Month/Day/Year)
   10/22/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
   - Director
   - Officer (give title below)
   - 10% Owner
   - Other (specify below)
   CEO, President, Vice Chairman

6. Individual or Joint/Group Filing (Check Applicable Line)
   - Form filed by One Reporting Person
   - Form filed by More Than One Reporting Person

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Acquired (A) or Disposed of (D)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/22/2003</td>
<td></td>
<td>M</td>
<td>6,477 A</td>
<td>$5.00</td>
<td>2,392,536 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/22/2003</td>
<td>$1 (1)</td>
<td>S</td>
<td>6,477 D</td>
<td>$34.01</td>
<td>2,386,059 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/22/2003</td>
<td>$1 (1)</td>
<td>S</td>
<td>17,023 D</td>
<td>$34.01</td>
<td>2,369,036 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/22/2003</td>
<td>$1 (1)</td>
<td>S</td>
<td>217 D</td>
<td>$34.01</td>
<td>28,314 I</td>
<td>By wife</td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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Original
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
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<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
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<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>10/22/2003</td>
<td>M</td>
<td>(A)</td>
<td>6,477</td>
<td>01/01/2000 (2)</td>
<td>Class A Common 6,477</td>
<td>0</td>
<td>901,478</td>
<td>D</td>
<td><strong>Signature of Reporting Person</strong></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/\ Cecilia M. Mao, Attorney-in-Fact on behalf of Michael C. Wood

10/24/03

**Signature of Reporting Person**
Margaret Rozowski

From: EDGAR@sec.gov
Sent: Friday, October 24, 2003 12:35 PM
To: Peter Wong; section16; Margaret Rozowski
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000026)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4
NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 24-Oct-2003 19:34
ACCEPTED DATE: 24-Oct-2003 19:35
FILING DATE: 24-Oct-2003 19:34
TEST FILING: NO
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000026

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(cc)
### United States Securities & Exchange Commission

**WASHINGTON, D.C. 20549**

**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

---

#### Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
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<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/29/2003</td>
<td>M</td>
<td>6,482 A</td>
<td>$5.00</td>
<td>2,755,518</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/29/2003</td>
<td>S (1)</td>
<td>6,482 D</td>
<td>$33.79</td>
<td>2,369,036</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/29/2003</td>
<td>S (1)</td>
<td>17,018 D</td>
<td>$33.79</td>
<td>2,352,018</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/29/2003</td>
<td>S (1)</td>
<td>217 D</td>
<td>$33.79</td>
<td>28,097</td>
<td>I By wife</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
**Form 4 (cont.)**

**Name and Address of Reporting Person**

Michael C. Wood  
6401 Hollis Street, Suite 150  
Emeryville CA 94608

**Issuer Name and Ticker or Trading Symbol**  
LeapFrog Enterprises, Inc. [LF]

**Period Of Report**  
10/29/2003

---

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>10/29/2003</td>
<td>M</td>
<td>6482</td>
<td>01/01/2000</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>6,482</td>
<td>0</td>
<td>894,996</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Grants 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/e/ Michael C. Wood  
Signature of Reporting Person  
10/31/03  
Date

**Notes:**

- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 31-Oct-2003 18:58
TEST FILING: NO CONFIRMING COPY: NO
ACCESSION NUMBER: 0001215345-03-000027
FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(dd)
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

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security  (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>11/05/2003</td>
<td></td>
<td>M</td>
<td>8,086 A</td>
<td>$3.50</td>
<td>2,352,018 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/05/2003</td>
<td></td>
<td>S (I)</td>
<td>8,086 D</td>
<td>$34.33</td>
<td>2,330,729 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/05/2003</td>
<td></td>
<td>S (I)</td>
<td>21,289 D</td>
<td>$34.33</td>
<td>27,836 I</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/05/2003</td>
<td></td>
<td>S (I)</td>
<td>271 D</td>
<td>$34.33</td>
<td>27,836 I</td>
<td>By wife</td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
Form 4 (cont.)
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

Period of Report
11/05/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>11/05/2003</td>
<td>M</td>
<td>8086</td>
<td>01/01/2000 (2)</td>
<td>Class A Common 8,086</td>
<td>0</td>
<td>886,910</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 15, 2002.
(2) Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/S Peter M.O. Wong, Attorney-in-Fact on behalf of Michael C. Wood 11/7/03
**Signature of Reporting Person**
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 07-Nov-2003 20:45
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000028

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:
2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------------------- NOTICE ----------------------------

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Exhibit 24(ee)
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

1. Name and Address of Reporting Person
   Michael C. Wood
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. (LF)

3. Date of Earliest Transaction Required to be Reported
   11/12/2003

4. Relationship of Reporting Person(s) to Issuer
   _X_ Director
   _X_ Officer (give title below)
   CEO, President, Vice Chairman

5. Nature of Indirect Beneficial Ownership
   Direct (D) Indirect (I)

6. Securities Acquired (A) or Disposed of (D)

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>M</td>
<td>8,113</td>
<td>$5.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>S (1)</td>
<td>21,262</td>
<td>$33.43</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>S (1)</td>
<td>271</td>
<td>$33.43</td>
</tr>
</tbody>
</table>

7. Nature of Indirect Beneficial Ownership
   _X_ Form filed by One Reporting Person
   _X_ Form filed by More Than One Reporting Person
   Form filed by More Than One Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
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.

Page 1 of 2
11/14/2003 10:38:11 AM
**Name and Address of Reporting Person**
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

**Issuer Name and Ticker or Trading Symbol**
LeapFrog Enterprises, Inc. [LF]

**Period Of Report**
11/12/2003

---

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Date (mm/dd/yy)</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>4. Transaction Code</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Report (Instr. 2)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>11/12/2003</td>
<td>M</td>
<td>(A)</td>
<td>01/01/2000</td>
<td>Class A Common</td>
<td>8.113</td>
<td>0</td>
<td>878,797</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

(2) - Granted 11/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

**Signature of Reporting Person**

James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood
11/12/2003

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

From: EDGAR@sec.gov
Sent: Friday, November 14, 2003 1:08 PM
To: Peter Wong; section16; Margaret Rozowski
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000029)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 14-Nov-2003 21:07
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000029

FILE NUMBER(S):
  1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
  1. CIK: 0001215345
     OWNER: WOOD MICHAEL C
     FORM TYPE: 4
     FILE NUMBER(S):
       1. 001-31396

ISSUER:
  2. CIK: 0001138951
     COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(ff)
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

1. Name and Address of Reporting Person
   Michael C. Wood
   LeapFrog Enterprises, Inc. [LF]
   6401 Hollis Street, Suite 150
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
   11/19/2003

4. If amendment, Date Original Filed
   11/19/2003

5. Relationship of Reporting Person(s) to Issuer
   Director
   Officer (give title below)
   CEO, President, Vice Chairman

6. Individual or Joint/Group Filing
   Form filed by One Reporting Person
   Form filed by More Than One Reporting Person

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Code</th>
<th>3. Transaction Date, if any (mm/dd/yy)</th>
<th>4. Securities Acquired (A) or Disposed of (D)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>M</td>
<td>11/19/2003</td>
<td>A</td>
<td>$5.00</td>
<td>2,320,120 D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>S (1)</td>
<td>11/19/2003</td>
<td>D</td>
<td>$29.52</td>
<td>2,309,467 D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>S (1)</td>
<td>11/19/2003</td>
<td>D</td>
<td>$29.52</td>
<td>2,295,417 D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>O (2)</td>
<td>11/19/2003</td>
<td>V</td>
<td>0</td>
<td>2,280,745 D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>S (1)</td>
<td>11/19/2003</td>
<td>D</td>
<td>$29.52</td>
<td>27,284 i</td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>11/19/2003</td>
<td>M</td>
<td>(A)</td>
<td>(D)</td>
<td>01/01/2000 (3)</td>
<td>01/01/2000 (3)</td>
<td>10,653</td>
<td>0</td>
<td>868,144</td>
<td>D</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td></td>
<td>10,653</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b-5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b-5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By:/s/ Michael C. Wood
**Signature of Reporting Person**

11/21/2003

Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
TEST FILING: NO CONFIRMING COPY: NO
ACCESSION NUMBER: 0001215345-03-000030

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):
1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Exhibit 24(gg)
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

1. Name and Address of Reporting Person*  
   Michael C. Wood  
   6401 Hollis Street, Suite 150  
   Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol  
   LeapFrog Enterprises, Inc. [LF]  

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)  
   11/26/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)  
   X Director  
   X Officer (give title below)  
   ___ 10% Owner  
   ___ Other (specify below)  

   CEO, President, Vice Chairman

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>11/26/2003</td>
<td></td>
<td>M</td>
<td>10,653 A</td>
<td>2,201,398 D</td>
<td>Direct (D)</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/26/2003</td>
<td></td>
<td>S (1)</td>
<td>10,653 D</td>
<td>2,290,745 D</td>
<td>Direct (D)</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/26/2003</td>
<td></td>
<td>S (1)</td>
<td>13,975 D</td>
<td>2,272,023 D</td>
<td>Direct (D)</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/26/2003</td>
<td></td>
<td>G (2)</td>
<td>4,747 D</td>
<td>0</td>
<td>Direct (D)</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/26/2003</td>
<td></td>
<td>S (1)</td>
<td>277 D</td>
<td>27,013</td>
<td>Indirect (I)</td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).  
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.
Form 4 (cont.)
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

Period Of Report
11/26/2003

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Security</td>
<td>$3.00</td>
<td>11/26/2003</td>
<td></td>
<td>M</td>
<td>10,653</td>
<td>01/01/2000 (3)</td>
<td>Class A Common</td>
<td>10,653</td>
<td>857,491</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/S: James P. Curley, Attorney-In-Fact on behalf of Michael C. Wood
Date: 12/1/2003
**Signature of Reporting Person**

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
Margaret Rozowski

From: EDGAR@sec.gov
Sent: Monday, December 01, 2003 1:03 PM
To: Peter Wang; section16; Margaret Rozowski
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000031)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
RECEIVED DATE: 01-Dec-2003 21:02 ACCEPTED DATE: 01-Dec-2003 21:03
FILING DATE: 01-Dec-2003 21:02
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000031

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

____________________ NOTICE __________________

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(hh)
FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)
12/03/2003

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
X_ Director

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

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

| Class A Common Stock | 12/03/2003 | M | 5,525 | $5.00 | 28,050,546 | D |
| Class A Common Stock | 12/03/2003 | S (1) | 5,525 | D | $30.22 | 2,272,023 | D |
| Class A Common Stock | 12/03/2003 | S (1) | 5,508 | D | $30.22 | 2,262,715 | D |
| Class A Common Stock | 12/03/2003 | G (2) | V | 5,669 | D | 0 | 2,237,046 | D |
| Class A Common Stock | 12/03/2003 | S (1) | 217 | D | $30.22 | 26,796 | I |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.
<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Report Date Underlying Securities (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned, Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>12/03/2003</td>
<td>M</td>
<td>8,523</td>
<td>01/01/2000 (3)</td>
<td>12/31/2009</td>
<td>Class A Common</td>
<td>8,523</td>
<td>0</td>
<td>848,968</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

**Signature of Reporting Person**

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
The following submission has been accepted by the U.S. Securities and Exchange Commission.

Company: LEAPFROG ENTERPRISES INC
Form Type: 4  Number of Documents: 1
Received Date: 05-Dec-2003 18:05  Accepted Date: 05-Dec-2003 18:05
Filing Date: 05-Dec-2003 18:05
Test Filing: No  Confirming Copy: No

Accession Number: 0001215345-03-000032

File Number(s):
1. 001-31396

The password for login CIK 0001215345 will expire 22-Jan-2004 16:46.

Please refer to the accession number listed above for future inquiries.

Reporting Owner(s):

1. CIK: 0001215345  
Owner: WOOD MICHAEL C
Form Type: 4
File Number(s):
1. 001-31396

Issuer:

2. CIK: 0001138951
Company: LEAPFROG ENTERPRISES INC

________________________ NOTICE ________________________

Urgent: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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Exhibit 24(ii)
STATEDMENT 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

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

1. Name and Address of Reporting Persons
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

3. Date of Earliest Transaction Required to be Reported
12/10/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
X Director
X Officer (give title below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3B. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/10/2003</td>
<td></td>
<td>M</td>
<td>8,523 A</td>
<td>2,265,599 D</td>
<td>D</td>
<td>By wife</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/10/2003</td>
<td>S (1)</td>
<td>8,523 D</td>
<td>$25.32</td>
<td>2,257,046 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/10/2003</td>
<td>S (1)</td>
<td>7,224 D</td>
<td>$25.32</td>
<td>2,249,282 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/10/2003</td>
<td>G (2)</td>
<td>7,223 D</td>
<td>0</td>
<td>2,442,059 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/10/2003</td>
<td>S (1)</td>
<td>217 D</td>
<td>$25.32</td>
<td>26,579 I</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>12/10/2003</td>
<td>M</td>
<td>(A)</td>
<td>8,523</td>
<td>01/01/2000 (3)</td>
<td>Class A Common Stock</td>
<td>8,523</td>
<td>0</td>
<td>840,445</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

**Signature of Reporting Person**

By:/s/ Michael C. Wood

12/12/2003
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 12-Dec-2003 20:14
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000033

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

------------------- NOTICE -------------------

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We strongly encourage you to visit the Filing Website at https://www.edgarfiling.sec.gov. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.
Exhibit 24(jj)
1. Name and Address of Reporting Person*  
Michael C. Wood  
6401 Hollis Street, Suite 150  
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol  
LeapFrog Enterprises, Inc. (LF)

3. Date of Earliest Transaction Required to be Reported  
(Month/Day/Year)  
12/17/2003

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

5. Relationship of Reporting Person(s) to Issuer (check all applicable)  
X Director  
X Officer (give title below)  
10% Owner  
Other (specify below)  
CBO, President, Vice Chairman

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/17/2003</td>
<td>M</td>
<td>A</td>
<td>8,533</td>
<td>$5.00</td>
<td>2,227,092 D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/17/2003</td>
<td>S (1)</td>
<td>D</td>
<td>8,533</td>
<td>$25.47</td>
<td>2,227,092 D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/17/2003</td>
<td>G (2)</td>
<td>V</td>
<td>485</td>
<td>0</td>
<td>2,227,069 D</td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).  
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.
Name and Address of Reporting Person
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. (LF)

Period Of Report
12/17/2003

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>12/17/2003</td>
<td>M</td>
<td>(A)</td>
<td>8,523</td>
<td>01/01/2000 (3)</td>
<td>Class A Common</td>
<td>8,523</td>
<td>831,922</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By/At/Cecilia M. Mao, Attorney-In-Fact on behalf of Michael C. Wood
Date
12/19/2003
**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 19-Dec-2003 21:20
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000034

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

________________________ NOTICE ________________________

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Exhibit 24(kk)
**UNITED STATES SECURITIES EXCHANGE COMMISSION**
Washington, D.C. 20549

**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

---

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Date</th>
<th>Transaction</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/24/2003</td>
<td>M</td>
<td>8,523</td>
<td>$5.00</td>
<td>A</td>
<td>2,235,615</td>
<td>D</td>
<td>8,523</td>
<td>D</td>
<td>$27.63</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/24/2003</td>
<td>S (1)</td>
<td>8,762</td>
<td>$27.63</td>
<td>D</td>
<td>2,212,115</td>
<td>D</td>
<td>6,215</td>
<td>D</td>
<td>$27.63</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/24/2003</td>
<td>G (2)</td>
<td>217</td>
<td>$27.63</td>
<td>D</td>
<td>26,145</td>
<td>I</td>
<td>By wife</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Exercisable Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Report of Transaction(s) (Instr. 3, &amp; 4)</th>
<th>10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$.50</td>
<td>12/24/2003</td>
<td>M</td>
<td>(A)</td>
<td>(D)</td>
<td>01/01/2000 (3)</td>
<td>Class A Common Shares 8,523</td>
<td>823,399</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) - The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(2) - The gift reported in this Form 4 was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
(3) - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48ths per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

**Signature of Reporting Person**

Page 2 of 2
Margaret Rozowski

From: EDGAR@sec.gov
Sent: Wednesday, December 24, 2003 6:22 AM
To: Peter Wong; section16; Margaret Rozowski
Subject: ACCEPTED FORM TYPE 4 (0001215345-03-000035)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 24-Dec-2003 14:22
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-03-000035

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

________________________ NOTICE __________________________

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Exhibit 24(11)
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

I. Name and Address of Reporting Person*
Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

2. Issuer Name and Ticker or Trading Symbol
LeapFrog Enterprises, Inc. [LF]

5. Relationship of Reporting Person(s) to Issuer
☒ Director
☐ Officer (give title below)
☐ 10% Owner
☐ Other (specify below)

CEO, President, Vice Chairman

3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)
12/31/2003

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


Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (mm/dd/yy)</th>
<th>2A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, &amp; 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, &amp; 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/31/2003</td>
<td>M</td>
<td></td>
<td>8,523 A</td>
<td>$5.00</td>
<td>2,220,638</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/31/2003</td>
<td>S (1)</td>
<td></td>
<td>8,523 D</td>
<td>$26.49</td>
<td>2,212,115</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/31/2003</td>
<td>S (1)</td>
<td></td>
<td>14,977 D</td>
<td>$26.49</td>
<td>2,197,138</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/31/2003</td>
<td>S (1)</td>
<td></td>
<td>217 D</td>
<td>$26.49</td>
<td>2,5928</td>
<td>I By wife</td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.
**Form 4 (cont.)**

**Name and Address of Reporting Person**

Michael C. Wood
6401 Hollis Street, Suite 150
Emeryville CA 94608

**Issuer Name and Ticker or Trading Symbol**
LeapFrog Enterprises, Inc. [LF]

**Period of Report**
12/31/2003

---

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (mm/dd/yy)</th>
<th>3A. Deemed Execution Date, if any (mm/dd/yy)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5A. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 5)</th>
<th>6. Date Exercisable and Expiration Date (mm/dd/yy)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 &amp; 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4, &amp; 5)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$5.00</td>
<td>12/31/2003</td>
<td></td>
<td>M</td>
<td>8,523</td>
<td>01/01/2000 (2)</td>
<td>12/31/2009 Class A Common</td>
<td>8,523</td>
<td>814,876 D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
2. - Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/1/03; 8,349 options vest on 1/1/04.

By: /s/ Cecilia M. Mao, Attorney-in-Fact on behalf of Michael C. Wood

Date: 1/5/2004

**Signature of Reporting Person**

---

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


**Note:** File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.
THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: LEAPFROG ENTERPRISES INC
FORM TYPE: 4 NUMBER OF DOCUMENTS: 1
FILING DATE: 05-Jan-2004 19:39
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215345-04-000001

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215345 WILL EXPIRE 22-Jan-2004 16:46.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001215345
   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Submission Notification

Subject: ACCEPTED FORM TYPE 4 (0001215345-04-000001)
Date: 05-Jan-2004 19:39

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TEST FILING: NO CONFIRMING COPY: NO

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   OWNER: WOOD MICHAEL C
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC

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Submission Information

Note: Live correspondence (CORRESP) submissions and company updates (COUPDAT) with a status of "ACCEPTED", as well as attached cover letter documents, are considered private. All private submissions and documents are available internally to the SEC only and are not disseminated to the public.

CIK: 0001215345

Click on an accession number to retrieve notification information for that submission.

<table>
<thead>
<tr>
<th>Accession Number</th>
<th>Form Type</th>
<th>Receipt Date</th>
<th>Mode</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>0001215345-04-000001</td>
<td>4</td>
<td>05-Jan-2004 19:39</td>
<td>Live</td>
<td>Disseminated</td>
</tr>
</tbody>
</table>
Exhibit 24(mm)
Check this box if no longer subject to Section 16. (Check box if applicable)  
Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STANITATION OF CHANGES IN BENEFICIAL OWNERSHIP

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.

1. Name and Address of Reporting Person
   WOOD MICHAEL C
   6401 HOLLIS STREET, SUITE 150
   EMERYVILLE CA 94608

2. Issuer Name and Ticker or Trading Symbol
   LEAPFROG ENTERPRISES INC [LF]

3. Date of Earliest Transaction (Month/Day/Year)
   01/07/2004

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

5. Relationship of Reporting Person(s) to Issuer
   X Director
   X 10% Owner
   X Officer (give title below)
   X CED, President, Vice Chairman
   X Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   X Form filed by More than One Reporting Person

---

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>01/07/2004</td>
<td>M</td>
<td>A</td>
<td>$5</td>
<td>8,271</td>
<td>2,205,409</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/07/2004</td>
<td>S(1)</td>
<td>D</td>
<td>$26.66</td>
<td>6,271</td>
<td>2,187,138</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/07/2004</td>
<td>S(2)</td>
<td>D</td>
<td>$26.66</td>
<td>21,104</td>
<td>2,176,534</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/07/2004</td>
<td>S(3)</td>
<td>D</td>
<td>$26.66</td>
<td>271</td>
<td>25,857</td>
</tr>
</tbody>
</table>

(1) By wife
Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(a.g., puts, calls, warrants, options, convertible securities)  

<table>
<thead>
<tr>
<th>Class A Common Stock</th>
<th>Date</th>
<th>Exercisable and Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>$5</td>
<td>01/07/2004</td>
<td>01/01/2000/12/31/2009</td>
<td>Class A Common</td>
<td>$0 806,605</td>
</tr>
</tbody>
</table>

Explanation of Responses:  
1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.  
2. Granted 1/1/00 under the issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48th per month as follows: 8,333 options vest each month commencing on 1/1/00 through 12/31/03; 8,349 options vest on 1/1/04.

James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood  
Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
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## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Securities Acquired or Disposed of (A) or (D) (Instr. 3)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>M 6,605 A</td>
<td>2,182,639</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>6,605 D $29.78</td>
<td>2,176,034</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>1,637 A $5</td>
<td>2,177,871</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>1,637 D $29.78</td>
<td>2,176,034</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>21,133 D $29.78</td>
<td>2,154,801</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/14/2004</td>
<td></td>
<td>271 D $29.78</td>
<td>25,386</td>
<td>I</td>
<td>By spouse</td>
</tr>
</tbody>
</table>
### Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 5)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 9)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4, and 6)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price ofDerivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>01/14/2004</td>
<td>M</td>
<td>6,605</td>
<td>1/1/2000</td>
<td>Class A Common</td>
<td>$0</td>
<td>800,000</td>
<td>D</td>
<td>Nonqualified Stock Option at following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $8.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.0416% of the options from each of (a), (b), and (c) vested each month commencing 1-1-00. Following the Company’s July 2002 PO, vesting accelerated to 2.083% per month.</td>
</tr>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>01/14/2004</td>
<td>M</td>
<td>1,937</td>
<td>1/1/2000</td>
<td>Class A Common</td>
<td>$0</td>
<td>796,363</td>
<td>D</td>
<td><strong>Signature of Reporting Person</strong>DATE</td>
</tr>
</tbody>
</table>

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).*


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Exhibit 24(oo)
## FORM 4

**United States Securities and Exchange Commission**

Washington, D.C. 20549

**Statement of Changes in Beneficial Ownership**

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**
  - OMB No.: 3235-0397
  - Expiration: January 31, 2005
  - Estimated average burden per response: 0.5

### 1. Name and Address of Reporting Person

<table>
<thead>
<tr>
<th>Last</th>
<th>First</th>
<th>Middle</th>
</tr>
</thead>
<tbody>
<tr>
<td>WOOD MICHAEL C</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**6421 Hollis Street, Suite 150**

**EMERYVILLE CA 94070**

### 2. Issuer Name and Ticker or Trading Symbol

LEAPFROG ENTERPRISES INC [LF]

### 3. Date of Earliest Transaction (Month/Day/Year)

01/21/2004

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

CEO, President, Vice Chairman

### 5. Relationship of Reporting Person(s) to Issuer

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

### 6. Individual or Joint/Group Filing (Check Applicable Line)

- **X** Form filed by One Reporting Person
- **X** Form filed by More than One Reporting Person

### Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 6)</th>
<th>5. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (A) or (D) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>8. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>01/21/2004</td>
<td></td>
<td>M</td>
<td>8,182 A</td>
<td>2,163,083 (D)</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>05/21/2004</td>
<td></td>
<td>S(T)</td>
<td>8,182 D</td>
<td>$31,34 D</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>05/21/2004</td>
<td></td>
<td>S(T)</td>
<td>21,193 D</td>
<td>$31,34 D</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>05/21/2004</td>
<td></td>
<td>S(T)</td>
<td>271 D</td>
<td>$31,34 D</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 2)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4 and 6)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>01/21/2004</td>
<td>M</td>
<td>6,182</td>
<td>01/01/2006 - 12/31/2009</td>
<td>Class A Common</td>
<td>6,182</td>
<td>$0</td>
<td>790,181</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.
2. Granted 1/1/00 under the Issuer's Stock Option Plan at the following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $6.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.0418% of the options from each of (a), (b), and (c) vested each month commencing 1/1/00. Following the Company's July 2003 PO, vesting accelerated to 2.682% per month.

Michael C. Wood  
01/22/2004

Signature of Reporting Person  
Date

**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 Number.**  

Created by 10KWizard Technology  
www.10KWizard.com
Exhibit 24(pp)
### Form 4

**United States Securities and Exchange Commission**

Washington, D.C. 20549

**Statement of Changes in Beneficial Ownership**

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

<table>
<thead>
<tr>
<th>1. Name and Address of Reporting Person</th>
<th>2. Issuer Name and Ticker or Trading Symbol</th>
<th>3. Date of Earliest Transaction (Month/Day/Year)</th>
<th>4. Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>WOOD MICHAEL C</td>
<td>LEAPFROG ENTERPRISES INC (LF)</td>
<td>01/28/2004</td>
<td>CEO, President, Vice Chairman</td>
</tr>
</tbody>
</table>

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3B. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned - Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>01/28/2004</td>
<td></td>
<td>M</td>
<td>8,236 A</td>
<td>2,141,944</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/28/2004</td>
<td></td>
<td>S(1)</td>
<td>8,236 D</td>
<td>2,135,708</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/28/2004</td>
<td></td>
<td>S(1)</td>
<td>21,139 D</td>
<td>2,112,668</td>
<td>D</td>
<td>By spouse</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/28/2004</td>
<td></td>
<td>S(1)</td>
<td>271 D</td>
<td>24,844</td>
<td>I</td>
<td>By spouse</td>
</tr>
</tbody>
</table>

*Notes:*
- **M:** Market Buy
- **S:** Sales
- **D:** Disposition
- **S(1):** Special Transaction

**OMB Approval**

OMB Number: 3235-0287

Expires: January 31, 2003

Estimated Average Hours per Response: 0.2
### Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date and Time of Transaction (Month/Day/Year)</th>
<th>4. Transaction Code</th>
<th>5. Number of Derivative Securities Acquired (A) or disposed of (D) (Instr. 3)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3)</th>
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<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$ 5</td>
<td>01/29/2004</td>
<td>M</td>
<td>200,000</td>
<td>1/01/2005</td>
<td>Class A Common</td>
<td>$ 0</td>
<td>781,945</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the Issuer’s Stock Option Plan at the following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $6.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.0416% of the options from each of (a), (b), and (c) vested each month commencing 1-1-00. Following the Company’s July 2002 IPO, vesting accelerated to 2.6667% per month.

James P. Curley, Attorney-in-Fact on behalf of Michael C. Wood
01/29/2004

**Signature of Reporting Person**

**Date**

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

**If the form is filed by more than one reporting person, see Instruction 4(b)(v).**


**Note:** File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 5 for procedure.

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 Number.
Exhibit 24(qq)
## FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 316(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

---

<table>
<thead>
<tr>
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<th>2. Issuer Name and Ticker or Trading Symbol</th>
<th>3. Date of Earliest Transaction (Month/Day/Year)</th>
<th>4. If Amendment, Date of Original Filed (Month/Day/Year)</th>
<th>5. Relationship of Reporting Person(s) to Issuer</th>
<th>6. Individual or Joint/Group Filing (Check Applicable Line)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>WOOD MICHAEL C</td>
<td>LEAPFROG ENTERPRISES INC [LF]</td>
<td>02/04/2004</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6401 MOLIB STREET, SUITE 150</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EMERYVILLE CA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>CA</td>
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<td>4608</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>02/04/2004</td>
<td>M</td>
<td>8,362 A</td>
<td>$5</td>
<td>2,120,031 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/04/2004</td>
<td>S(1)</td>
<td>8,362 D</td>
<td>$27.08</td>
<td>2,112,869 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/04/2004</td>
<td>S(1)</td>
<td>21,013 D</td>
<td>$27.06</td>
<td>2,091,556 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/04/2004</td>
<td>S(1)</td>
<td>271 D</td>
<td>$27.06</td>
<td>24,573</td>
<td>I By spouse</td>
</tr>
</tbody>
</table>
Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
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<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4 and 5)</th>
<th>6. Date of Expiration and Exercise Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>0. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>02/04/2004</td>
<td>M</td>
<td>8,362</td>
<td>11/01/2009</td>
<td>Class A Common</td>
<td>$0</td>
<td>773,583</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/100 under the Issuer’s Stock Option Plan at the following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $6.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.6418% of the options from each of (a), (b), and (c) vested each month commencing 1/1/00. Following the Company’s July 2002 IPO, vesting accelerated to 2.0832% per month.

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

* If the form is filed by more than one reporting person, see instruction 4(b)(v).


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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Peter M.O. Wong, Attorney-In-Fact
on behalf of Michael C. Wood
02/05/2004
Signature of Reporting Person        Date

Created by 10KWizard Technology       www.10KWizard.com
Exhibit 24(rr)
1. Name and Address of Reporting Person
Woods Michael C
401 Hollis Street, Suite 150
Emeryville, CA 94808

2. Issuer Name and Ticker or Trading Symbol
LEAPFROG ENTERPRISES INC [LF]

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2004

4. If Amendment, Date of Original Filed (Month/Day/Year)
02/11/2004

5. Relationship of Reporting Person(s) to Issuer
X Director
X Officer (give title below)
Chief Vision & Creative Offic

1. Title of Security (Instr. 3)
2. Transaction Date (Month/Day/Year)
3. Transaction Code (Instr. 6)
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)

Class A Common Stock 02/11/2004 M 8,823 A $ 5 2,100,379 D
Class A Common Stock 02/11/2004 D 8,823 D $ 27 2,091,556 D
Class A Common Stock 02/11/2004 $ 20,553 D $ 37 2,071,064 D
Class A Common Stock 02/11/2004 $ 271 D $ 27 24,302 I By spouse
<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion of Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 4)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4, and 5)</th>
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<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>02/11/2004</td>
<td>M</td>
<td>8,823</td>
<td>11/01/2006</td>
<td>Class A Common</td>
<td>$0</td>
<td>764,760</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Response:**

1. The sales reported in this Form 4 were affected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the issuer’s Stock Option Plan at the following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $6.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.0416% of the options from each of (a), (b), and (c) vested each month commencing 1-1-00. Following the Company’s July 2002 IPO, vesting accelerated to 2.0832% per month.

James P. Oriel, Attorney-in-Fact on behalf of Michael C. Wood 02/13/2004

**Signature of Reporting Person**

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).*


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**Created by 10KWizard Technology  www.10kWizard.com**
1. Name and Address of Reporting Person
WOOD MICHAEL C

F421 HOLLIS STREET, SUITE 100

2. Issuer Name and Ticker or Trading Symbol
LEAPFROG ENTERPRISES INC (LFG)

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2004

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

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   ( ) Director
   ( ) 10% Owner
   ( ) Officer (give title below) Chief Vision & Creative Officer
   ( ) 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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
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<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
<td></td>
<td>M</td>
<td>1,128</td>
<td>D</td>
<td>D</td>
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<tr>
<td></td>
<td></td>
<td></td>
<td>Code</td>
<td>Amount</td>
<td>(A) or (D)</td>
<td>Price</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
<td></td>
<td>S</td>
<td>1,128</td>
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<td>$ 5</td>
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<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
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<td>S(T)</td>
<td>2,025</td>
<td>D</td>
<td>$ 27.56</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
<td></td>
<td>S</td>
<td>7,694</td>
<td>A</td>
<td>$ 5</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
<td></td>
<td>M</td>
<td>7,694</td>
<td>D</td>
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<td></td>
<td>S</td>
<td>17,830</td>
<td>D</td>
<td>$ 27.56</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/18/2004</td>
<td></td>
<td>S(T)</td>
<td>271</td>
<td>D</td>
<td>$ 27.56</td>
</tr>
<tr>
<td>1. Title of Derivative Security (Instr. 3)</td>
<td>2. Conversion or Exercise Price of Derivative Security</td>
<td>3. Transaction Date (Month/Day/Year)</td>
<td>4. Transaction Code (Instr. 4)</td>
<td>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 7, 8, 9 and 10)</td>
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</tr>
<tr>
<td>-----------------------------------------</td>
<td>-----------------------------------------------</td>
<td>-----------------------------------</td>
<td>--------------------------------</td>
<td>-------------------------------------------------</td>
<td>-----------------------------------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>02/18/2004</td>
<td>M</td>
<td>1,126</td>
<td>1/01/2004 to 12/31/2008</td>
<td>Class A Common</td>
</tr>
<tr>
<td>Nonqualified Stock Option (right to buy)</td>
<td>$5</td>
<td>02/18/2004</td>
<td>M</td>
<td>7,694</td>
<td>1/01/2004 to 12/31/2008</td>
<td>Class A Common</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. The sales reported in this Form 4 were affected pursuant to a Rule 16b-1 trading plan adopted by the reporting person on November 27, 2002.

2. Granted 1/1/00 under the Issuer's Stock Option Plan at the following exercise prices: (a) 400,000 options were granted at the exercise price of $5.00; (b) 200,000 options were granted at the exercise price of $6.25; and (c) 200,000 options were granted at the exercise price of $7.50. Market value on the date of grant was $5.00. 1.0416% of the options from each of (a), (b), and (c) vested each month commencing 1/1/00. Following the Company's July 2002 IPO, vesting accelerated in 2.0832% per month.

Michael C. Wood 02/01/2004

**Signature of Reporting Person**

Date

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

* If the form is filed by more than one reporting person, see instruction 4(b)(v).


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

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 Number.
Exhibit 24(tt)
Form 4

United States Securities and Exchange Commission
Washington, D.C. 20549

Statement of Changes in Beneficial Ownership

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

OMB Number: 3235-0287

Estimated Average Hours Required per Respondent: 0.5

1. Name and Address of Reporting Person

   WOOD MICHAEL C

   (Last)   (First)   (Middle)

   8401 HOLLIS STREET, SUITE 150

   EMERYVILLE CA 94608

2. Issuer Name and Ticker or Trading Symbol

   LEAPFROG ENTERPRISES INC [LF]

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

   02/25/2004

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

5. Relationship of Reporting Person(s) to Issuer

   Chief Vision & Creative Cof

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3B. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/25/2004</td>
<td></td>
<td></td>
<td>A 264</td>
<td>2,050,449</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>02/25/2004</td>
<td></td>
<td></td>
<td>S(1)</td>
<td>23,767</td>
<td>I</td>
<td>By Spouse</td>
</tr>
</tbody>
</table>

(1) According to Exchange Act Rules 13d-3 and 13g-1(a), a beneficial owner of more than 5% of any class of securities of the Company must file a Schedule 13D or Schedule 13G on which the information in Table I is included. However, the Company's bylaws permit only a maximum of 5% ownership. Therefore, any holder of more than 5% of the Class A Common Stock would not be permitted to file a Schedule 13D or Schedule 13G.
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 1)</th>
<th>2. Conversion of Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 6)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 2)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 1)</th>
<th>10. Ownership Points of Derivative Security, Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
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</tr>
</tbody>
</table>

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 27, 2002.

Peter M.O. Waro, Attorney-in-Fact
on behalf of Michael C. Wood

**Signature of Reporting Person**

02/26/2004

Date

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


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