EXHIBITS
22-23
EXHIBIT 22
Ex. 22(a)
FORM 4

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

Filing 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(i) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

   Bender Timothy M.
   (Last) (First) (Middle)
   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 for Month/Year

   July 2002

5. Individual or Joint/Group Filing (Check Applicable)

   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>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>5. Amount of Securities Beneficially Owned at End of Month (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>7-25-02</td>
<td>S</td>
<td>65,000 D</td>
<td>$13.00</td>
<td>87,440</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).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

29963 v1/SA

(Print or Type Responses)

(Over)
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>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable and Expiration Date (Month/Day/Year)</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 at End of Month (Instr. 4)</th>
<th>10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>

Explanation of Responses:


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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.
Ex. 22(b)
### 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**
   - **Serzer**
   - **Timecy**
   - **M.**
   - **(Last)**
   - **(First)**
   - **(Middle)**
   - **6601 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)**
   - **Director**
   - **10% Owner**
   - **X Officer**
   - **Other**
   - **(Specify below)**

4. **Statement for Month/Day/Year**
   - **February 12, 2003**

5. **If Amendment, Date of Original (Month/Day/Year)**
   - **(Specify below)**

6. **Individual or Joint/Group Filing (Check Applicable Box)**
   - **X From (Filing by One Reporting Person)**
   - **Form (Filing by More Than One Reporting Person)**

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 (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (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 (A) or (D)</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) (A) or (D)</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Class A Common Stock</strong></td>
<td><strong>2/12/03</strong></td>
<td></td>
<td><strong>S</strong></td>
<td><strong>40,000 D</strong></td>
<td><strong>519.78</strong></td>
<td><strong>47,440 D</strong></td>
<td></td>
<td><strong>D</strong></td>
<td><strong>(Over)</strong></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. Current or Prior Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Buy/Sell)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4, and 5)</th>
<th>6. Date Event Occurred (Month/Day/Year)</th>
<th>7. Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Underlying Securities</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 Beneficial Ownership</th>
</tr>
</thead>
<tbody>
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</tbody>
</table>

Explanation of Responses:

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: 2-14-03

Page 2
SEC 14D-70
Attachment
Limited Power of Attorney as filed with the Securities and Exchange Commission
August 28, 2002

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
Attn: Filing Desk

To Whom It May Concern:

By means of this letter I authorize James P. Curley, Peter Wong and Cecilia Mao, or any of them individually, to sign on my behalf all forms required under Section 16(a) of the Securities Exchange Act of 1934, as amended, relating to transactions involving the stock or derivative securities of LeapFrog Enterprises, Inc. (the "Company"). Any of these individuals is accordingly authorized to sign any Form 3, Form 4, Form 5 or amendment thereto which I am required to file with the same effect as if I had signed them myself.

This authorization shall remain in effect until revoked in writing by me.

Yours truly,

[Signature]

Timothy M. Bender
Ex. 22(c)
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

Bender Timothy M.

(Last) (First) (Middle)

LeapFrog Enterprises, Inc. (LF)

2. Issuer Name and Ticker or Trading Symbol

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

4. Statement for Month/Day/Year

April 11, 2003

5. If Amendment, Date of Original Applicable Filing

6. Relationship of Reporting Person(s) to Issuer

(Configure all applicable)

Director

X Officer

Other

(specify below)

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

X Form filed by One Reporting Person

X Form filed by More Than One Reporting Person

President, Worldwide Consumer Group

6401 Hollis Street, Suite 150

City) (State) (Zip)

Table I - 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>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Nature of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>4/11/03</td>
<td>S(1)</td>
<td>20,000 D</td>
<td>$23.50</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Table 11 - 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>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>
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</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.

**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: Timothy M. Bender

**Date**

4/14/03
Ex. 22(d)
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

<table>
<thead>
<tr>
<th>1. Name and Address of Reporting Person*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bender, Timothy M.</td>
</tr>
<tr>
<td>6401 Hollis Street, Suite 150</td>
</tr>
<tr>
<td>Emeryville, CA 94608</td>
</tr>
</tbody>
</table>

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 for Month/Day/Year

May 2, 2003

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

President, Worldwide Consumer Group

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

- Director
- 10% Owner
- Officer
- Other

7. 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>1. Title of Security (Instr. 3)</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. 8)</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>5/2/03</td>
<td>M</td>
<td>V</td>
<td>Amount 20,000 (A) Price $5.00</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/2/03</td>
<td>S(1)</td>
<td>V</td>
<td>Amount 20,000 (D) Price $25.58</td>
<td>Amount 7,982 (D)</td>
<td></td>
<td></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>3A. Deemed Execution Date, if any (Month/Day/Year)</td>
<td>4. Transaction Code (Instr. 8)</td>
<td>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</td>
<td>6. Date Exercisable and Expiration Date (Month/Day/Year)</td>
<td>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</td>
</tr>
<tr>
<td>----------------------------------------</td>
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</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>5/2/03</td>
<td></td>
<td>M</td>
<td>20,000</td>
<td>(2)</td>
<td>12-31-09</td>
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</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 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

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.

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

Date: 5/5/03
Ex. 22(e)
**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**

**Bender Timothy M.**

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. IRS Identification Number of Reporting Person, if any entity (Voluntary)**

**4. Statement for Month/Day/Year**

June 2, 2003

**5. If Amendment, Date of Original Applicable Line**

---

**6. Relationship of Reporting Person(s) to Issuer**

- **Director**
- **10% Owner**
- X **Officer**
- **Other**

(give title below) (specify below)

**President, Worldwide Consumer Group**

**7. 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>
<th>2A. Deemed Execution Date, If any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</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)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>6/2/03</td>
<td></td>
<td>G</td>
<td>V Amount (A) or (D) 500 D NA</td>
<td>7,482 D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
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<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
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<tbody>
<tr>
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<td></td>
<td>Code V (A) (D)</td>
<td>Date Exercisable Expiration Date Title Amount or Number of Shares</td>
<td>Title Amount or Number of Shares</td>
<td>Price of Derivative Security (Instr. 5)</td>
<td>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</td>
<td>Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</td>
<td>Nature of Indirect Beneficial Ownership (Instr. 4)</td>
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<td>Code V (A) (D)</td>
<td>Date Exercisable Expiration Date Title Amount or Number of Shares</td>
<td>Title Amount or Number of Shares</td>
<td>Price of Derivative Security (Instr. 5)</td>
<td>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</td>
<td>Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</td>
<td>Nature of Indirect Beneficial Ownership (Instr. 4)</td>
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<td></td>
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<td></td>
<td>Code V (A) (D)</td>
<td>Date Exercisable Expiration Date Title Amount or Number of Shares</td>
<td>Title Amount or Number of Shares</td>
<td>Price of Derivative Security (Instr. 5)</td>
<td>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</td>
<td>Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)</td>
<td>Nature of Indirect Beneficial Ownership (Instr. 4)</td>
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<tr>
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<td></td>
<td></td>
<td></td>
<td>Code V (A) (D)</td>
<td>Date Exercisable Expiration Date Title Amount or Number of Shares</td>
<td>Title Amount or Number of Shares</td>
<td>Price of Derivative Security (Instr. 5)</td>
<td>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</td>
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</table>

Explanation of Responses:

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.

By: Timothy M. Bender

Signature of Reporting Person

Date 6.3.08
Ex. 22(f)
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*  
   Bender Timothy M.  
   (Last) (First) (Middle)
   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)
   (give title below)

4. Statement for Month/Day/Year  
   June 5, 2003

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

6. Relationship of Reporting Person(s) to Issuer  
   (Check all applicable)
   ___ Director  ___ 10% Owner
   ___ X Officer  ___ Other
   (gives title below) (specify below)
   President, Worldwide Consumer Group

7. 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>1. Title of Security (Instr. 3)</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. 8)</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>6/5/03</td>
<td></td>
<td>M</td>
<td>40,000 A</td>
<td></td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/6/03</td>
<td></td>
<td>M</td>
<td>20,000 A</td>
<td></td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/5/03</td>
<td>S</td>
<td></td>
<td>40,000 D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/5/03</td>
<td></td>
<td></td>
<td>542 D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/5/03</td>
<td></td>
<td></td>
<td>542 D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/6/03</td>
<td></td>
<td></td>
<td>20,000 D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(Over)  
SEC 1474 (3-99)
<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: Direct (D) or Indirect (I) (Instr.4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>6/5/03</td>
<td>M</td>
<td>(A)</td>
<td>40,000</td>
<td>12-31-09</td>
<td>Class A Common</td>
<td>40,000</td>
<td>40,000</td>
<td>Class A Common</td>
<td>Non-qualified Stock Option (right to buy)</td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>6/6/03</td>
<td>M</td>
<td>(A)</td>
<td>20,000</td>
<td>12-31-09</td>
<td>Class A Common</td>
<td>20,000</td>
<td>220,000</td>
<td>D</td>
<td>Non-qualified Stock Option (right to buy)</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 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

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.
Ex. 22(g)
**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**
   Timothy M. Bender
   6401 Hollis St., Ste. 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)
   07/07/2003

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

5. **Relationship of Reporting Person(s) to Issuer**
   (check all applicable)
   __ Director
   X Officer (give title below)
   10% Owner
   Pres Worldwide Consumer Group

# 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 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>07/07/2003</td>
<td>M</td>
<td>20,000 A</td>
<td>$5.00</td>
<td>26,240 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/07/2003</td>
<td>S (1)</td>
<td>20,000 D</td>
<td>$33.02</td>
<td>6,840 D</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>
Form 4 (cont.)
Name and Address of Reporting Person
Timothy M. Bender
6401 Hollis St, Ste. 150
Emeryville CA 94608

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

Period Of Report
07/07/2003

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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>07/07/2003</td>
<td></td>
<td>M</td>
<td>20,000</td>
<td>01/31/2001 (2)</td>
<td>Class A Common</td>
<td>20,000</td>
<td>0</td>
<td>200,000</td>
<td>D</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 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

By/s/ Timothy M. Bender
Signature of Reporting Person

Date

7/8/03
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: 0001215013

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

<table>
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<th>Accession Number</th>
<th>Form Type</th>
<th>Receipt Date</th>
<th>Mode</th>
<th>Status</th>
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</thead>
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<td>4</td>
<td>08-Jul-2003 18:17</td>
<td>Live</td>
<td>Accepted</td>
</tr>
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</table>
Subject: ACCEPTED FORM TYPE 4 (0001215013-03-00001)
Date: 08-Jul-2003 18:18

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-Jul-2003 18:17
ACCEPTED DATE: 08-Jul-2003 18:18
FILING DATE: 09-Jul-2003 08:00
TEST FILING: NO
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215013-03-00001

FILE NUMBER(S):
1. 001-31396


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

REPORTING OWNER(S):

1. CIK: 0001215013
   OWNER: BENDER TIMOTHY A
   FORM TYPE: 4
   FILE NUMBER(S):
   1. 001-31396

ISSUER:

2. CIK: 0001138951
   COMPANY: LEAPFROG ENTERPRISES INC
Ex. 22(h)
1. Name and Address of Reporting Person
   Timothy M. Bender
   6401 Hollis St., Ste. 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)
   08/01/2003

4. If amendment, Date Original Filed (Month/Day/Year)
   08/01/2003

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

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>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>08/01/2003</td>
<td>M</td>
<td>20,000 A</td>
<td>$5.00</td>
<td>26,940 D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/01/2003</td>
<td>S (I)</td>
<td>20,000 D</td>
<td>$30.04</td>
<td>6,940 D</td>
<td>D</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. 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>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>08/01/2003</td>
<td>M</td>
<td>(A)</td>
<td>20,000</td>
<td>01/31/2001 (2)</td>
<td>Class A Common</td>
<td>20,000</td>
<td>0</td>
<td>180,000</td>
<td>D</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 per month as follows: 4,167 options vest on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

**By/â/s/ Timothy M. Bender**

**Signature of Reporting Person**

8/4/03 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
FILING DATE: 05-Aug-2003 13:38
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215013-03-000002

FILE NUMBER(S):
1. 001-31396


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

REPORTING OWNER(S):

1. CIK: 0001215013
   OWNER: BENDER TIMOTHY A
   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 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.
Ex. 22(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* 2. Issuer Name and Ticker or Trading Symbol 3. Date of Earliest Transaction Required to be Reported 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>
<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</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>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/12/2003</td>
<td></td>
<td>Code V</td>
<td>Amount (A) or (D)</td>
<td>Price</td>
<td>Ownership Form</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>G 350 D</td>
<td>0</td>
<td>6,590</td>
<td>Direct</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
Timothy M. Bender
6401 Hollis St., Ste. 150
Emeryville CA 94608

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

Period Of Report
08/12/2003

<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>Code</td>
<td>V</td>
<td>(A)</td>
<td>(D)</td>
<td>Date Exercisable</td>
<td>Expiration Date</td>
<td>Title</td>
<td>Amount of Number of Shares</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

By: Peter M.O. Wong, Attorney-in-Fact on behalf of Timothy M. Bender
**Signature of Reporting Person**

8/14/03 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
FILING DATE: 14-Aug-2003 18:38
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215013-03-000003

FILE NUMBER(S):
1. 001-31396


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

REPORTING OWNER(S):

1. CIK: 0001215013
   OWNER: BENDER TIMOTHY A
   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.
Ex. 22(j)
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*
Timothy M. Bender
6401 Hollis St., Ste. 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)
09/05/2003

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)
   Pres Worldwide Consumer Group

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) Code</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>09/05/2003</td>
<td></td>
<td>M</td>
<td>20,000 A</td>
<td>$5.00</td>
<td>26,590</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/05/2003</td>
<td>S (1)</td>
<td>20,000 D</td>
<td>$38.93</td>
<td>6,902 (2)</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).
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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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>09/05/2003</td>
<td>M</td>
<td>(A)</td>
<td>20,000</td>
<td>01/31/2001 (3)</td>
<td>Class A Common</td>
<td>20,000</td>
<td>0</td>
<td>160,000</td>
<td>D</td>
</tr>
</tbody>
</table>

By: /s/ Timothy M. Bender

**Signature of Reporting Person**

Date: 9/8/03

**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) - Includes 312 shares acquired under the Issuer’s employee stock purchase plan in September 2003.
(3) - Granted 1/1/00 under the Issuer’s Stock Option Plan. Options vest at the approximate rate of 1/48 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.
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-Sep-2003 21:19  
ACCEPTED DATE: 08-Sep-2003 21:20

FILING DATE: 08-Sep-2003 21:19  
TEST FILING: NO  
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215013-03-000004

FILE NUMBER(S):
1. 001-31396


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

REPORTING OWNER(S):

1. CIK: 0001215013  
OWNER: BENDER TIMOTHY A 
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.
Ex. 22(k)
**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**
   Timothy M. Bender  
   LeapFrog Enterprises, Inc. [LF]  
   6401 Hollis St., Ste. 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)**
   10/03/2003

4. **Relationship of Reporting Person(s) to Issuer (check all applicable)**
   X Officer (give title below)  
   10% Owner

5. **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>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>10/03/2003</td>
<td></td>
<td>M</td>
<td>20,000</td>
<td>A</td>
<td>$5.00</td>
<td>26,902</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/03/2003</td>
<td></td>
<td>S (1)</td>
<td>20,000</td>
<td>D</td>
<td>$41.12</td>
<td>6,902</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>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date Expiration 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 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>Non-qualified Stock Option (right to buy)</td>
<td>$5.00</td>
<td>10/03/2003</td>
<td>M</td>
<td>20000</td>
<td>01/31/2001 (2)</td>
<td>12/31/2009 Class A Common 20,000 0 140,000 D</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 1/48 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

By:/s/ Timothy M. Bender

**Signature of Reporting Person**

10/6/03

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: 06-Oct-2003 20:04
ACCEPTED DATE: 06-Oct-2003 20:06
FILING DATE: 06-Oct-2003 20:04
TEST FILING: NO
CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215013-03-000005

FILE NUMBER(S):
1. 001-31396


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

REPORTING OWNER(S):
1. CIK: 0001215013
   OWNER: BENDER TIMOTHY A
   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.
Ex. 22(1)
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

BENDER TIMOTHY A
6401 HOLLIS STREET, SUITE 150
EMERYVILLE, CA 94608

II. Issuer Name and Ticker or Trading Symbol

LEAPFROG ENTERPRISES INC [LF]

III. Date of Earliest Transaction (Month/Day/Year)

04/20/2004

IV. Relationship of Reporting Person(s) to Issuer

Director
10% Owner
Officer
Other

V. Description of Securities Acquired, Disposed of, or Beneficially Owned

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>V</td>
<td>7,169(1)</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Transaction Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>V</td>
<td>$22.25</td>
<td>04/20/2004</td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>V</td>
<td>$22.25</td>
<td>04/20/2004</td>
</tr>
</tbody>
</table>

Reporting Owners

BENDER TIMOTHY A
6401 HOLLIS STREET, SUITE 150
EMERYVILLE, CA 94608

Explanation of Responses:

(1) Includes 267 shares acquired under the Issuer’s employee stock purchase plan in March 2004.
(2) Granted 4/20/04 under the Issuer's Stock Option Plan. Options vest at the rate of 1/48th per month for 48 consecutive months.

Signatures

James P. Curley, Attorney-in-Fact on behalf of Timothy M. Bender
04/22/2004

*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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.
Ex. 22(m)
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

(Please check one)
☐ {Name and Address of Reporting Person:}
☐ BENDER TIMOTHY A

{Last Name} {First Name} {Middle Name}
6401 HOLLIS STREET, SUITE 150
EMERYVILLE, CA 94608

{City} {State} {Zip}

{Date}

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. 1)</th>
<th>Amount</th>
<th>Price</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>05/10/2004</td>
<td>M</td>
<td>30,000</td>
<td>$5</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>05/05/2004</td>
<td>S(1)</td>
<td>30,000</td>
<td>$20.38</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 1)</th>
<th>Number of Derivative Securities Beneficially Owned (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Price</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>05/10/2004</td>
<td>M</td>
<td>30,000</td>
<td>01/31/2001</td>
<td>Class A Common Stock</td>
</tr>
</tbody>
</table>

Reporting Owners

BENDER TIMOTHY A
6401 HOLLIS STREET, SUITE 150
EMERYVILLE, CA 94608

Explanations 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 2/27/04.

(2) Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

Signatures

James P. Curley, Attorney-in-Fact on behalf of Timothy M. Bender

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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.
Ex. 22(n)
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

(Print or Type Responses)

1. Name and Address of Reporting Person
   BENDER TIMOTHY A
   (Last)   (First)   (Middle)
   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)
   06/14/2004

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)
   Pres Worldwide Consumer Group

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>06/14/2004</td>
<td>M</td>
<td>10,000</td>
<td>$5</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/14/2004</td>
<td>M</td>
<td>20,000</td>
<td>$5</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>06/14/2004</td>
<td>S</td>
<td>30,000</td>
<td>$20.02</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Date ofGrant</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option</td>
<td>06/14/2004</td>
<td>S</td>
<td>10,000</td>
<td>$0</td>
</tr>
<tr>
<td>Non-qualified Stock Option</td>
<td>06/14/2004</td>
<td>S</td>
<td>20,000</td>
<td>$0</td>
</tr>
</tbody>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>BENDER TIMOTHY A</td>
<td>Pres Worldwide Consumer Group</td>
</tr>
<tr>
<td>6401 HOLLIS STREET, SUITE 150</td>
<td></td>
</tr>
<tr>
<td>EMERYVILLE, CA 94608</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 2/27/04.

(2)
Granted 1/1/00 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48 per month as follows: 4,167 options vest each month commencing on 1/31/00 through 11/30/03; 4,151 options vest on 12/31/03.

(3) Granted 1/16/01 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48 per month as follows: 1,041 options vest each month commencing on 9/14/00 through 7/14/04; 1,073 options vest on 8/14/04.

**Signatures**

**Timothy M. Bender**

Signature of Reporting Person

Date: 06/16/2004

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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Ex. 22(o)
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 -
BENDER TIMOTHY A
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) -
09/07/2004

4. If Amendment, Date Original Filed -

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

   (Check all applicable)
   Director
   Officer (Title)
   10% Owner
   Other (specify below)

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</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Report (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>09/07/2004</td>
<td></td>
<td>M</td>
<td>30,000 A</td>
<td>$5 37,169 D</td>
<td>Direct</td>
<td>Non-Qualified</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/07/2004</td>
<td></td>
<td>M</td>
<td>20,000 A</td>
<td>$12.557,169 D</td>
<td>Direct</td>
<td>Non-Qualified</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/07/2004</td>
<td></td>
<td>S(1)</td>
<td>50,000 D</td>
<td>$20.03 7,169 D</td>
<td>Direct</td>
<td>Non-Qualified</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>6. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>7. Price of Derivative Security (Instr. 1)</th>
<th>8. Number of Derivative Securities Beneficially Owned Following Report (Instr. 3 and 4)</th>
<th>9. Ownership Form: Direct (D) or Indirect (I)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5 09/07/2004</td>
<td></td>
<td>M</td>
<td>30,000 01/01/2001(2) 12/31/2011</td>
<td>Class A Common Stock 30,000 $0 134,000 D</td>
<td>Direct</td>
<td>Non-Qualified</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$5 09/07/2004</td>
<td></td>
<td>M</td>
<td>20,000 01/01/2002(2) 04/11/2012</td>
<td>Class A Common Stock 20,000 $0 114,000 D</td>
<td>Direct</td>
<td>Non-Qualified</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>BENDER TIMOTHY A</td>
<td>Pres Worldwide Consumer Group</td>
</tr>
<tr>
<td>6401 HOLLIS STREET, SUITE 150</td>
<td></td>
</tr>
<tr>
<td>EMERYVILLE, CA 94608</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 2/27/04.

(2)
Granted 1/16/01 under the Issuer's Stock Option Plan. Options vest at the approximate rate of 1/48 per month as follows: 1,041 options vest each month commencing on 9/14/00 through 7/14/04; 1,073 options vest on 8/14/04.

(3) Granted 4/11/02 under the Issuer's Stock Option Plan. Options vest 1/48 per month commencing on 1/1/02 for 48 consecutive months.

Signatures

Peter M.O. Wong, Attorney-in-Fact on behalf of Timothy M. Bender 09/09/2004

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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.
Ex. 23(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

(Please Type Responses)

<table>
<thead>
<tr>
<th>1. Name and Address of Reporting Person*</th>
<th>2. Issuer Name and Ticker or Trading Symbol</th>
<th>3. IRS Identification Number of Reporting Person, If an entity (Voluntary)</th>
<th>4. Statement for Month/Day/Year</th>
<th>5. If Amendment, Date of Original (Month/Day/Year)</th>
<th>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cory James P. Leapfrog Enterprises, Inc.</td>
<td></td>
<td></td>
<td>February 27, 2003</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6401 Hollis Street, Suite 150</td>
<td>LeapFrog Enterprises, Inc. (LF)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Emeryville, CA 94608</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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. 8)</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) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>2/27/03</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$10.00</td>
<td>Direct</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>2/27/03</td>
<td></td>
<td>S(1)</td>
<td>D</td>
<td>$22.00</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>3/3/03</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$10.00</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>3/3/03</td>
<td></td>
<td>S(1)</td>
<td>D</td>
<td>$22.45</td>
<td></td>
</tr>
</tbody>
</table>

* (Print or Type Responses)
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 (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (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>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>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>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>2/27/03</td>
<td>M</td>
<td>(A)</td>
<td>5,000</td>
<td>(2)</td>
<td>1/31/12</td>
<td>Class A Common</td>
<td>5,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>3/3/03</td>
<td>M</td>
<td>(A)</td>
<td>5,000</td>
<td>(2)</td>
<td>1/31/12</td>
<td>Class A Common</td>
<td>5,000</td>
<td>240,000</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 1/31/02 under the Issuer’s Stock Option Plan. Options vest 25% on 9/1/01; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

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

James P. Curley

Date: 3/3/03
Ex. 23(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*  
   Curley James P.  
   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)  
   1094-9

4. Statement for Month/Day/Year  
   April 1, 2003

5. If Amendment, Date of Original (Month/Day/Year)  
   April 1, 2003

6. Relationship of Reporting Person(s) to Issuer  
   X Officer  
   ___ Other

7. Individual or Joint/Group Filing (Check Applicable Line)  
   X 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</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (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>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>4/1/03</td>
<td></td>
<td>M</td>
<td>5,000</td>
<td>A</td>
<td>10.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/1/03</td>
<td>S(1)</td>
<td>5,000</td>
<td>D</td>
<td>$23.10</td>
<td>542 (2)</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 (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: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>4/1/03</td>
<td></td>
<td>M</td>
<td>(A) 5,000</td>
<td>3/1/12 Common</td>
<td>5,000</td>
<td>235,000</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) Includes 542 shares acquired under the Issuer's employee stock purchase plan in March 2003.

(3) Granted 1/31/02 under the Issuer’s Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

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

Date: 4/2/03

Page 2

SEC 1474 (3-99)

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Ex. 23(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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
   Curley James P.
   (Last) (First) (Middle)
   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)
   (Voluntary)

4. Statement for Month/Day/Year
   May 1, 2003

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

6. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   __ Director
   __ 10% Owner
   __ Officer
   __ Other
   (give title below) (specify below)
   Chief Financial Officer

7. 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>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</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</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/1/03</td>
<td></td>
<td>M</td>
<td>5,000 A</td>
<td>$10.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/1/03</td>
<td></td>
<td>S(1)</td>
<td>5,000 D</td>
<td>$26.55</td>
<td>542 D</td>
<td></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>3A. Deemed Execution Date, if any (Month/Day/Year)</td>
<td>4. Transaction Code (Instr. 8)</td>
<td>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</td>
<td>6. Date Exercisable and Expiration Date (Month/Day/Year)</td>
<td>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>-------------------------------------------------</td>
<td>-------------------------------------</td>
<td>-----------------------------------------------</td>
<td>------------------------</td>
<td>-------------------------------------------------</td>
<td>-----------------------------------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>5/1/03</td>
<td></td>
<td>M</td>
<td>5,000</td>
<td>1/31/12</td>
<td>Class A Common</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

**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 
Date: 5/1/03
Ex. 23(d)
1. Name and Address of Reporting Person*
   Curley James P.
   6401 Hollis Street, Suite 150

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 for Month/Day/Year
   June 2, 2003

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

6. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   - Director
   - Officer
   - Other
     (specify below)
   - Chief Financial Officer

7. 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>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>6/2/03</td>
<td></td>
<td>M</td>
<td>V</td>
<td>5,000</td>
<td>$10.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>6/2/03</td>
<td></td>
<td>S(1)</td>
<td>V</td>
<td>5,000</td>
<td>$27.40</td>
</tr>
</tbody>
</table>

(Over)
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: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>6/2/03</td>
<td>M</td>
<td>(A) 5,000</td>
<td>(2) 1/31/12</td>
<td>Class A Common</td>
<td>5,000</td>
<td>225,000</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 1/31/02 under the Issuer’s Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

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.
Ex. 23(e)
# 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

---

### 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 Report Date (A) or (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>07/01/2003</td>
<td></td>
<td>M</td>
<td>5,000 A</td>
<td>$10.00</td>
<td>5,542</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/01/2003</td>
<td></td>
<td>S (I)</td>
<td>5,000 D</td>
<td>$31.95</td>
<td>542</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.
### 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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>07/01/2003</td>
<td>M</td>
<td>(A)</td>
<td>5,000</td>
<td>12/03/2002</td>
<td>Class A Common</td>
<td>5,000</td>
<td>220,000</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

By:/s/ James P. Curley
**Signature of Reporting Person**

7/2/03
Date
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-Jul-2003 12:52
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215000-03-000001
FILE NUMBER(S):
  1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215000 WILL EXPIRE 21-Jan-2004 11:52.

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

REPORTING OWNER(S):
  1. CIK: 0001215000
     OWNER: CURLEY JAMES P
     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.
Ex. 23(f)
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*  
James P. Curley  
6401 Hollis St., Ste. 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)  
08/01/2003

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

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

Chief Financial Officer

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

Chief Financial Officer

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>08/01/2003</td>
<td>M</td>
<td>Amount (A) or (D)</td>
<td>Price</td>
<td>Number of Shares</td>
<td>Class A Common Stock</td>
<td>Class A Common Stock</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>M</td>
<td>$10.00</td>
<td>5,000</td>
<td>5,542</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/01/2003</td>
<td>S (1)</td>
<td>5,000</td>
<td>$29.90</td>
<td>542</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
James P. Curley
6401 Hollis St., Ste. 150
Emeryville CA 94608

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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>08/01/2003</td>
<td>M</td>
<td>(A)</td>
<td>5,000</td>
<td>12/03/2002</td>
<td>01/31/2012</td>
<td>Class A Common</td>
<td>5,000</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

*Signature of Reporting Person*

Date 8/4/03

**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: 05-Aug-2003 13:39
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215000-03-000002

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215000 WILL EXPIRE 21-Jan-2004 11:52.

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

REPORTING OWNER(S):

1. CIK: 0001215000
   OWNER: CURLEY JAMES P
   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.
Ex. 23(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*  
   James P. Curley  
   6401 Hollis St, Ste. 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) 09/02/2003

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

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

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 1 - 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>Code</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Ownership Form: Direct or Indirect (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>09/02/2003</td>
<td>M</td>
<td>5,000 A</td>
<td>$10.00</td>
<td>5,542 D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/02/2003</td>
<td>S (1)</td>
<td>5,000 D</td>
<td>$36.75</td>
<td>854 (2) 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.
**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>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>09/02/2003</td>
<td></td>
<td>M</td>
<td>(A)</td>
<td>(D)</td>
<td>12/03/2002</td>
<td>01/31/2012</td>
<td>Class A Common</td>
<td>5,000</td>
<td>0</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. Includes 312 shares acquired under the Issuer's employee stock purchase plan in September 2003.

3. Granted 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

Signed: [Signature]

Date: 9/3/03
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: 03-Sep-2003 20:36 ACCEPTED DATE: 03-Sep-2003 20:37
FILING DATE: 03-Sep-2003 20:36
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215000-03-000003

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215000 WILL EXPIRE 21-Jan-2004 11:52.

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

REPORTING OWNER(S):
1. CIK: 0001215000
OWNER: CURLEY JAMES P
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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Ex. 23(h)
**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.

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

1. **Name and Address of Reporting Person**
   - James P. Curley
   - 6401 Hollis St., Ste. 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**
   - 10/01/2003

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
     - Chief Financial 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</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>10/01/2003</td>
<td>M</td>
<td>5,000 A $10.00</td>
<td>5,854 D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2003</td>
<td>S (1)</td>
<td>5,000 D $38.00</td>
<td>854 D</td>
<td></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.
Form 4 (cont.)
Name and Address of Reporting Person
James P. Curley
6401 Hollis St., Ste. 150
Emeryville CA 94608

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

Period Of Report
10/01/2003

---

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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>10/01/2003</td>
<td>M</td>
<td>5000</td>
<td>12/03/2002 01/31/2012</td>
<td>Class A Common</td>
<td>5,000</td>
<td>0</td>
<td>205,000</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

James Curley                     10/2/03
**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
Received Date: 03-Oct-2003 12:18
Accepted Date: 03-Oct-2003 12:19
Filing Date: 03-Oct-2003 12:18
Test Filing: No
Confirming Copy: No

Accession Number: 0001215000-03-000004

File Number(s):
1. 001-31396

The password for login CIK 0001215000 will expire 21-Jan-2004 11:52.

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

Reporting Owner(s):

1. CIK: 0001215000
   Owner: Curley James P
   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.
Ex. 23(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*  2. Issuer Name and Ticker or Trading Symbol
James P. Curley  LeapFrog Enterprises, Inc. [LF]
6401 Hollis St., Ste. 150
Emeryville CA 94608

3. Date of Earliest Transaction Required to be Reported  4. If amendment, Date Original Filed (Month/Day/Year)
11/03/2003

5. Relationship of Reporting Person(s) to Issuer (check all applicable)
    _X_ Officer (give title below)  _10% Owner
    _10% Owner
    _Chief Financial Officer

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>11/03/2003</td>
<td>M</td>
<td>5,000</td>
<td>A $10.00</td>
<td>5,854</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/03/2003</td>
<td>S(1)</td>
<td>5,000</td>
<td>D $34.57</td>
<td>854</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**

James P. Curley  
6401 Hollis St, Ste. 150  
Emeryville CA 94608

**Issuer Name and Ticker or Trading Symbol**

LeapFrog Enterprises, Inc. [LF]

**Period Of Report**

11/03/2003

---

### 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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>11/03/2003</td>
<td>M</td>
<td>(A)</td>
<td>5000 (2)</td>
<td>12/03/2002 (12/31/2002)</td>
<td>Class A Common 5,000</td>
<td>200,000</td>
<td>D</td>
<td>I</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

By:/s/ Cecilia M. Mao, Attorney-in-Fact on behalf of James P. Curley

Date: 11/5/03

**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
RECEIVED DATE: 05-Nov-2003 18:01 ACCEPTED DATE: 05-Nov-2003 18:02
FILING DATE: 05-Nov-2003 18:01
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215000-03-000005

FILE NUMBER(S):
1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215000 WILL EXPIRE 21-Jan-2004 11:52.

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

REPORTING OWNER(S):
1. CIK: 0001215000
   OWNER: CURLEY JAMES P
   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.

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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.
Ex. 23(j)
# 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*
James P. Curley
6401 Hollis St., Ste. 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)
12/01/2003

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

### 5. Relationship of Reporting Person(s) to Issuer
- **Director**
- **Officer (give title below)**
- **10% Owner**
- **Other (specify below)**
  - Chief Financial Officer

### 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>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>12/01/2003</td>
<td>M</td>
<td>Amount (A) or Disposed of (D)</td>
<td>Code V</td>
<td>5,000 A</td>
<td>$10.00</td>
<td>5,854</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/01/2003</td>
<td>S (1)</td>
<td></td>
<td></td>
<td>5,000 D</td>
<td>$31.50</td>
<td>854</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.

**ORIGINAL**
Name and Address of Reporting Person
James P. Curley
6401 Hollis St., Ste. 150
Emeryville CA 94608

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

Period Of Report
12/01/2003

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>
<tbody>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10.00</td>
<td>12/01/2003</td>
<td>M</td>
<td>(A)</td>
<td>5000</td>
<td>12/03/2002 (2) 01/31/2012</td>
<td>Class A Common</td>
<td>5,000</td>
<td>0</td>
<td>195,000</td>
<td>D</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

By/As: James P. Curley
*Signature of Reporting Person* 12/3/2003

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
FILING DATE: 03-Dec-2003 19:26
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001215000-03-000006

FILE NUMBER(S):
  1. 001-31396

THE PASSWORD FOR LOGIN CIK 0001215000 WILL EXPIRE 21-Jan-2004 11:52.

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

REPORTING OWNER(S):

  1. CIK: 0001215000
     OWNER: CURLEY JAMES P
     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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Ex. 23(k)
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

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: 3235-0217
Expires: January 31, 2005
Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person
   CURLEY JAMES P
   6401 HOLLIS ST., STE. 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

3. Date of Earliest Transaction (Month/Day/Year)
   01/02/2004

4. If Amendment, Date of 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

<table>
<thead>
<tr>
<th>1. 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. 8)</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. 6)</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>01/02/2004</td>
<td></td>
<td></td>
<td>M</td>
<td>5,000 A $10 5,854</td>
<td>D</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/02/2004</td>
<td></td>
<td></td>
<td>S(1)</td>
<td>5,000 D $27.06 854</td>
<td>D</td>
<td>D</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>3A. Deemed Exercisable Date, If Any (Month/Day/Year)</td>
<td>4. Transaction Code (Instr. 8)</td>
<td>5. Number of Derivative Securities Acquired (A) or Disposed of (B) (Instr. 3, 4, and 5)</td>
<td>6. Date Exercisable and Expiration Date (Month/Day/Year)</td>
<td>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>------------------------------------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------------------</td>
<td>-----------------</td>
<td>-----------------------------------------------</td>
<td>-----------------------------------------------</td>
<td>------------------------------------------</td>
</tr>
<tr>
<td>Non-qualified Stock Option (right to buy)</td>
<td>$10</td>
<td>01/02/2004</td>
<td>M</td>
<td>5,000</td>
<td>2/03/2002</td>
<td>01/31/2012</td>
<td>Class A Common</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 1/31/02 under the Issuer's Stock Option Plan. Options vest 25% on 12/3/02; the remainder vest at the rate of 1/36 per month for 36 consecutive months.

James P. Curley 01/05/2004

**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.

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Ex. 23(l)
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

(form or Type Responses)

1. Name and Address of Reporting Person - CURLEY JAMES P

   (Last)   (First)   (Middle)

   6401 HOLLIS ST., STE. 150

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

5. Relationship of Reporting Person(s) to Issuer

   (Check all applicable)
   Director
   10% Owner
   Officer (give title below)
   Other (specify below)
   Chief Financial Officer

3. Date of Earliest Transaction (Month/Day/Year) - 04/20/2004

4. If Amendment, Date Original Filed - 04/20/2004

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>Transaction Date (Month/Day/Year)</th>
<th>Deemed Exercisable Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 2)</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount (A) or (D)</th>
<th>Ownership Code V</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>04/20/2004</td>
<td></td>
<td>A</td>
<td>21,000</td>
<td></td>
<td>1,121(1)</td>
<td>D</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>Non-qualified Stock Option</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Exercisable Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 2)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title of Underlying Security (Instr. 3 and 4)</th>
<th>Shares of Underlying Security (Instr. 3 or 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-qualified Stock Option</td>
<td>04/20/2004</td>
<td></td>
<td>A</td>
<td>21,000</td>
<td>05/06/2004(1)</td>
<td>04/20/2014</td>
<td>Class A Common</td>
<td>Class A Common</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Reporting Owners

Reporting Owner Name / Address - CURLEY JAMES P

   6401 HOLLIS ST., STE. 150

   EMERYVILLE, CA 94608

Relationships

   Director
   10% Owner
   Officer
   Other (Chief Financial Officer)

Explanation of Responses:

1. Includes 267 shares acquired under the Issuer's employee stock purchase plan in March 2004.

2. Granted 4/20/04 under the Issuer's Stock Option Plan. Options vest at the rate of 1/48th per month for 48 consecutive months.

Signatures

James P. Curley

Signature of Reporting Person

Date 04/22/2004

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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Ex. 23(m)
FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES
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

(Please Type or Print Responses)

1. Name and Address of Reporting Person -
CURLEY JAMES P
6401 HOLLIS ST., STE. 150
EMERYVILLE, CA 94608

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

3. Date of Earliest Transaction (Month/Day/Year) -
08/09/2004

4. If Amendment, Date Original Filed -

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

   Director
   Officer (give title below)
   Other

Chief Financial Officer

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 and 4)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/09/2004</td>
<td>P</td>
<td>3,900 A</td>
<td>$17.89</td>
<td>5,021</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/09/2004</td>
<td>P</td>
<td>1,100 A</td>
<td>$17.86</td>
<td>6,121</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>Title of Derivative Security</th>
<th>Conversion or Exercise Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
</tr>
</thead>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>CURLEY JAMES P 6401 HOLLIS ST., STE. 150 EMERYVILLE, CA 94608</td>
<td>Director 10% Owner Officer Chief Financial Officer</td>
</tr>
</tbody>
</table>

Explanation of Responses:

Signatures
James P. Curley 08/10/2004
**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).


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