

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U74210KA2005PLC036274

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCL1610R

(ii) (a) Name of the company

LEAPFROG ENGINEERING SERV

(b) Registered office address

No 496, Chaithanya Dhriti Rudresh, 6th Main 8th Cross, Vijaya Bank Layout Bannerghatta Road
Bangalore South
Bangalore
Karnataka
560076

(c) *e-mail ID of the company

PR*****UP.IN

(d) *Telephone number with STD code

08*****63

(e) Website

lesgroup.in

(iii) Date of Incorporation

09/05/2005

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M4	Architecture, engineering activities, technical testing and analysis activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	480,000	480,000	480,000
Total amount of equity shares (in Rupees)	150,000,000	4,800,000	4,800,000	4,800,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	15,000,000	480,000	480,000	480,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	4,800,000	4,800,000	4,800,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	480,000	0	480000	4,800,000	4,800,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	480,000	0	480000	4,800,000	4,800,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	30/09/2023		
Date of registration of transfer (Date Month Year)	05/03/2024		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,200	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	1		
Transferor's Name	Rao	Narasimha	Prabhav
	Surname	middle name	first name
Ledger Folio of Transferee	4		

Transferee's Name	<input type="text" value="Acharya"/>	<input type="text" value="Shridhar"/>	<input type="text" value="Prajna"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1,200"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="1"/>
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Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Narasimha"/>	<input type="text" value="Prabhav"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="5"/>
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Transferee's Name	<input type="text" value="Upadhyaya"/>	<input type="text"/>	<input type="text" value="Prathibha"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="800"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="1"/>
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Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Narasimha"/>	<input type="text" value="Prabhav"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="6"/>
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Transferee's Name	<input type="text" value="Rao"/>	<input type="text"/>	<input type="text" value="Poornima"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="400"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="1"/>
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Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Narasimha"/>	<input type="text" value="Prabhav"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="6"/>
----------------------------	--------------------------------

Transferee's Name	<input type="text" value="Rao"/>	<input type="text"/>	<input type="text" value="Poornima"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="4,000"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="2"/>
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Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Prabhav"/>	<input type="text" value="Priyashaila"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="7"/>
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Transferee's Name	<input type="text" value="Rao"/>	<input type="text" value="Prabhav"/>	<input type="text" value="Ayush"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="4,000"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="2"/>
----------------------------	--------------------------------

Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Prabhav"/>	<input type="text" value="Priyashila"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="7"/>
----------------------------	--------------------------------

Transferee's Name	<input type="text" value="Rao"/>	<input type="text" value="Prabhav"/>	<input type="text" value="Ayush"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="500"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="2"/>
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Transferor's Name	<input type="text" value="Rao"/>	<input type="text" value="Prabhav"/>	<input type="text" value="Priyashila"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="7"/>
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Transferee's Name	Rao	Prabhav	Ayush
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	05/03/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	500	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	2
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Transferor's Name	Rao	Prabhav	Priyashaila
	Surname	middle name	first name

Ledger Folio of Transferee	2
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Transferee's Name	Rao	Prabhav	Ayush
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,578,542,000

(ii) Net worth of the Company

217,107,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	444,000	92.5	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	444,000	92.5	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	36,000	7.5	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	36,000	7.5	0	0
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Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public/
Other than promoters)

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	6
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	4	0	2	0	92.5	0
B. Non-Promoter	0	0	2	0	1.75	0
(i) Non-Independent	0	0	2	0	1.75	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	0	4	0	94.25	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRABHAV NARASIMH	02277473	Managing Director	226,800	
PRIYASHAILA PRABH	02122050	Whole-time directo	217,200	
SAPNA RAGHAVENDI	08914356	Whole-time directo	8,400	
KRISHNA LAXMAN	08916457	Director	0	01/04/2024

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PRABHAV NARASIMH	02277473	Director	30/03/2024	Change in Designation as Man
PRIYASHAILA PRABH	02122050	Director	30/03/2024	Change in Designation as Wh
SAPNA RAGHAVENDI	08914356	Director	30/03/2024	Change in Designation as Wh
SAPNA RAGHAVENDI	BGDPR1554E	Director	30/03/2024	Change in Designation as Che

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/09/2023	2	2	100
EXTRAORDINARY GENERAL MEETING	26/02/2024	2	2	100
EXTRAORDINARY GENERAL MEETING	13/03/2024	7	7	100
EXTRAORDINARY GENERAL MEETING	30/03/2024	8	8	100

B. BOARD MEETINGS

*Number of meetings held

17

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2023	4	4	100
2	18/07/2023	4	4	100
3	03/08/2023	4	4	100
4	05/09/2023	4	4	100
5	10/10/2023	4	4	100
6	11/10/2023	4	4	100
7	15/10/2023	4	4	100
8	25/10/2023	4	4	100
9	30/10/2023	4	4	100
10	17/11/2023	4	4	100
11	18/11/2023	4	4	100
12	05/12/2023	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 06/05/2024 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	PRABHAV NA	17	17	100	0	0	0	Yes
2	PRIYASHAILA	17	17	100	0	0	0	Yes

3	SAPNA RAGH	17	17	100	0	0	0	Yes
4	KRISHNA LAX	17	17	100	0	0	0	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRABHAV NARASI	Director	0	0	0	5,576,000	5,576,000
2	PRIYASHAILA PRA	Director	1,403,000	0	0	0	1,403,000
3	SAPNA RAGHAVEI	Director	1,807,000	0	0	0	1,807,000
4	KRISHNA LAXMAN	Director	1,880,000	0	0	0	1,880,000
	Total		5,090,000	0	0	5,576,000	10,666,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SUDHIR V HULYALKAR

Whether associate or fellow

Associate Fellow

Certificate of practice number

6137

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

10

dated

04/05/2024

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

PRABHAV
NARASIMH
A RAO
Digitally signed by
PRABHAV
NARASIMHA RAO
Date: 2024.07.03
20:08:57 +05'30'

DIN of the director

0*2*7*7*

To be digitally signed by

SUDHIR
VISHNUPANT
HULYALKAR
Digitally signed by
SUDHIR VISHNUPANT
HULYALKAR
Date: 2024.07.03
20:19:06 +05'30'

Company Secretary

Company secretary in practice

Membership number

6*4*

Certificate of practice number

6*3*

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

List_Of_Shareholders.pdf
MGT-8.pdf
TRANSFERS.pdf
BM.pdf
Leapfrog_UDIN.pdf

Remove attachment

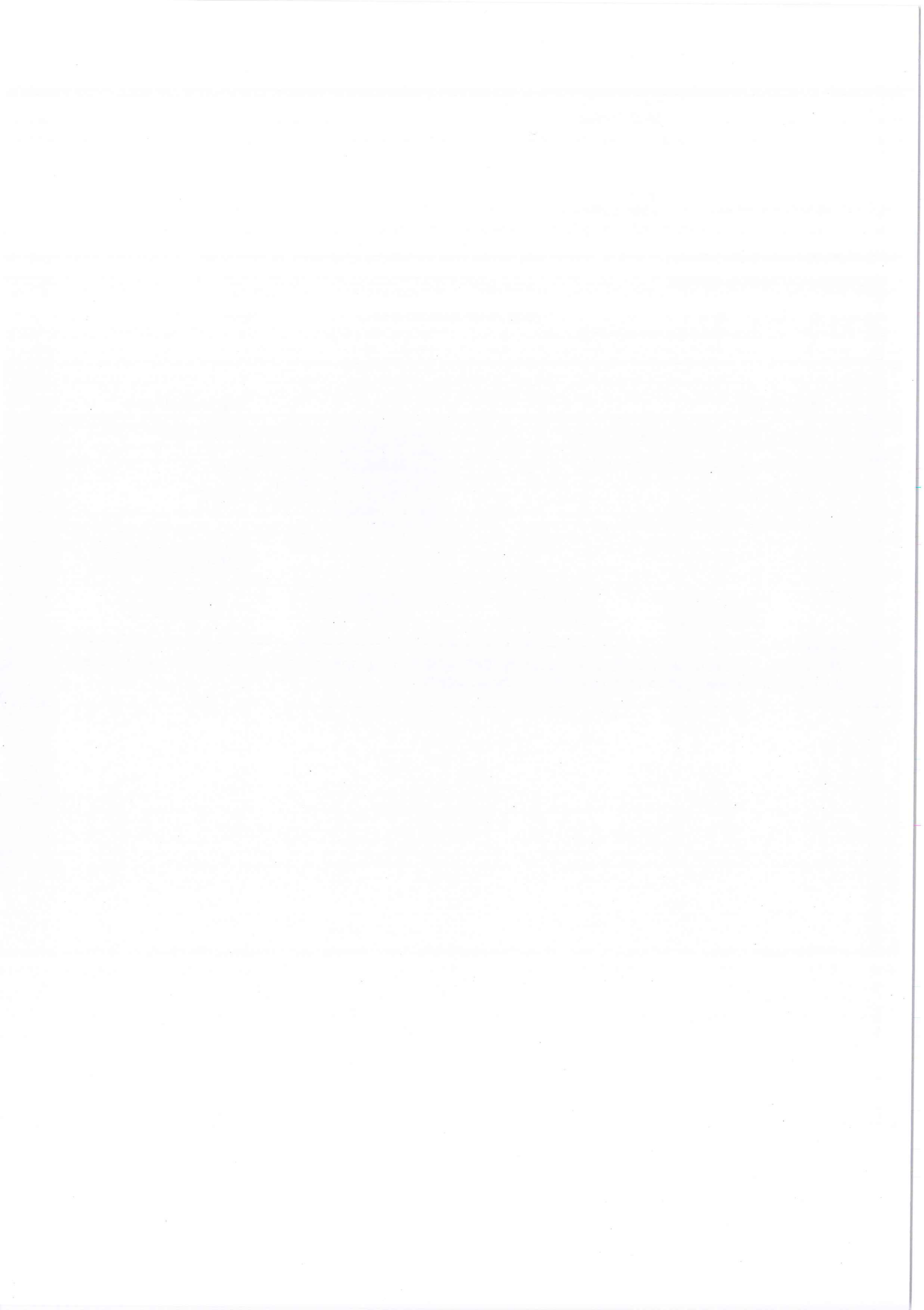
Modify

Check Form

Prescrutiny

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EXPLANATORY NOTE ON MEETINGS OF BOARD OF DIRECTORS ATTACHED AND FORMING PART OF ANNUAL RETURN FORM MGT – 7 FOR THE FINANCIAL YEAR 2023-24.

The Company held 17 meetings of the Board of Directors during the Financial Year 2023-24. However, the e-form MGT-7 allows the details of maximum 12 meetings to be entered in the e-form.

In view of the above, complete list of meetings of the Board of Directors held during the Financial Year 2023-24 is furnished below:

Sl. No	Date of the Meeting	Total number of Directors Associated as on the date of the meeting.	Attendance	
			Number of Directors attended	Percentage of attendance (%)
01	10/04/2023	4	4	100
02	18/07/2023	4	4	100
03	03/08/2023	4	4	100
04	05/09/2023	4	4	100
05	10/10/2023	4	4	100
06	11/10/2023	4	4	100
07	15/10/2023	4	4	100
08	25/10/2023	4	4	100
09	30/10/2023	4	4	100
10	17/11/2023	4	4	100
11	18/11/2023	4	4	100
12	05/12/2023	4	4	100
13	26/02/2024	4	4	100
14	05/03/2024	4	4	100
15	13/03/2024	4	4	100
16	25/03/2024	4	4	100
17	30/03/2024	4	4	100

For LEAPFROG ENGINEERING SERVICES LIMITED (Formerly known as Leapfrog Engineering Services Private Limited)



Prabhav Narasimha Rao
Managing Director

DIN: 02277473

Address: C1-1205, L&T South City,
Arekere Mico Layout, Bannerghatta Road,
Bangalore – 560076

Date: 28/06/2024

Place: Bangalore

Membership Number	F6040
UDIN Number	F006040F000663213
Name of the Company	LEAPFROG ENGINEERING SERVICES LIMITED
CIN Number	U74210KA2005PLC036274
Financial Year	2024-25
Document Type(Certificates)	Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013
Document Description	Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013
Date of signing documents	03/07/2024



LIST OF EQUITY SHAREHOLDERS AS ON 31/03/2024

Sl. No	Name and Address of the shareholders	Father's/ Husbands Name	Type of Shares	No of shares held (Rs. 10/- each)
01	Prabhav Narasimha Rao C1-1205, L&T South City, Arekere Mico Layout, Bannerghatta Road, Bangalore - 560076	Narasimha Bappanad Rao	Equity Shares	2,26,800
02	Priyashaila Prabhav Rao C1-1205, L&T South City, Arekere Mico Layout, Bannerghatta Road, Bangalore - 560076	Aroor Shankar Devraj Rao	Equity Shares	2,17,200
03	Ayush Prabhav Rao C1-1205, L&T South City, Arekere Mico Layout, Bannerghatta Road, Bangalore - 560076	Prabhav Narasimha Rao	Equity Shares	19,200
04	Pranav Narasimha Rao A1-1802, L&T South City, Arekere Mico Layout, off Bannerghatta Road, Bangalore - 560076	Narasimha Rao	Equity Shares	4,800
05	Prajna Acharya C3-1505, L&T South City, Arekere Mico Layout, Off Bannerghatta Road, Bangalore - 560076	Narasimha Rao	Equity Shares	1,200
06	Prathibha Upadhyaya Spring #, 806, Windsor Four Seasons Apartments, Behind Meenakshi Temple, Bannerghatta Road, Bangalore - 560076	Narasimha Rao	Equity Shares	1,200
07	Upanishad Prashant Rao	Prashant Narasimha Rao	Equity Shares	1,200



	C1-805, L&T South City Apartments, Arekere Mico Layout, Bangalore - 560076			
08	Sapna Raghavendra No 10 St Main, Samrat Layout, Opp Reliance Mart, Arekere, Bannerghatta Main Road, Bangalore - 560076	Satyanarayanan Sharma	Equity Shares	8,400

For LEAPFROG ENGINEERING SERVICES LIMITED (Formerly known as Leapfrog Engineering Services Private Limited)



Prabhav Narasimha Rao

Managing Director

DIN: 02277473

Address: C1-1205, L&T South City,
Arekere Mico Layout, Bannerghatta Road,
Bangalore – 560076

Date: 28/06/2024

Place: Bangalore



Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **LEAPFROG ENGINEERING SERVICES LIMITED (CIN: U74210KA2005PLC036274)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid Financial Year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act – the Company was a private limited company till a special resolution at an extraordinary general meeting held on 13th day of march, 2024 approving the conversion of the company from private limited to public limited company was passed. For this the Company has complied with the requirements of converting itself into public limited company. Subsequently, upon making an application in Form INC- 27 during this financial year (2024-25) to the Central Government as required under Section 14 and Rules made thereunder, the Registrar of Companies has issued a Certificate of Incorporation consequent upon conversion to public company dated 21st June 2024.
 2. Maintenance of registers/records & making entries therein within the time prescribed there for.
 3. Filing of forms and returns with the Registrar of Companies within/beyond the prescribed time as stated in the **Annexure A**.
 4. Calling/ convening/ holding meetings of Board of Directors and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
 5. Closure of the Register of Members / Security holders– No instances during the year.
 6. Advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act– Nil during the year.
 7. Contracts/arrangements with related parties as specified in Section 188 of the Act.
 8. Transfer of securities and issue of security certificates in all instances
 9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act- No instances during the year.

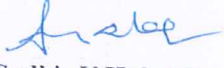
Sudhir Vishnupant Hulyalkar
Company Secretaries

27/1, 4th Floor, Prabhas Complex, S. Kariyappa Road, Basavanagudi, Bangalore - 560004.
Telephone: 080-41123587, Mobile: 9844266159, Email: sudhir.compsec@gmail.com, cssudhiryh@gmail.com



10. a). Declared any dividend. -Nil during the year
- b). Transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act- Nil during the year.- No instances during the year.
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-section (3), (4) and (5) thereof.
12. Constitution and disclosure of Directors of the Company and the remuneration paid to them.
13. Appointment of auditors as per the provisions of Section 139 of the Act
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act as may be required.
15. Acceptance / Renewal/ repayment of deposits- Nil during the year.
16. Borrowings from banks and others and creation or modification of charge.
17. Loans to other bodies corporate under the provisions of Section 186 of the Act
18. Alteration of the provisions of the Memorandum and Articles of Association of the Company.

Place: Bengaluru
Date: 03.07.2024


Sudhir V Hulyalkar
Company Secretary in practice
M. No: 6040C.P. No: 6137
Peer Review No. 607/2019
UDIN: F006040F000661816

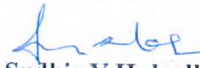


Annexure A

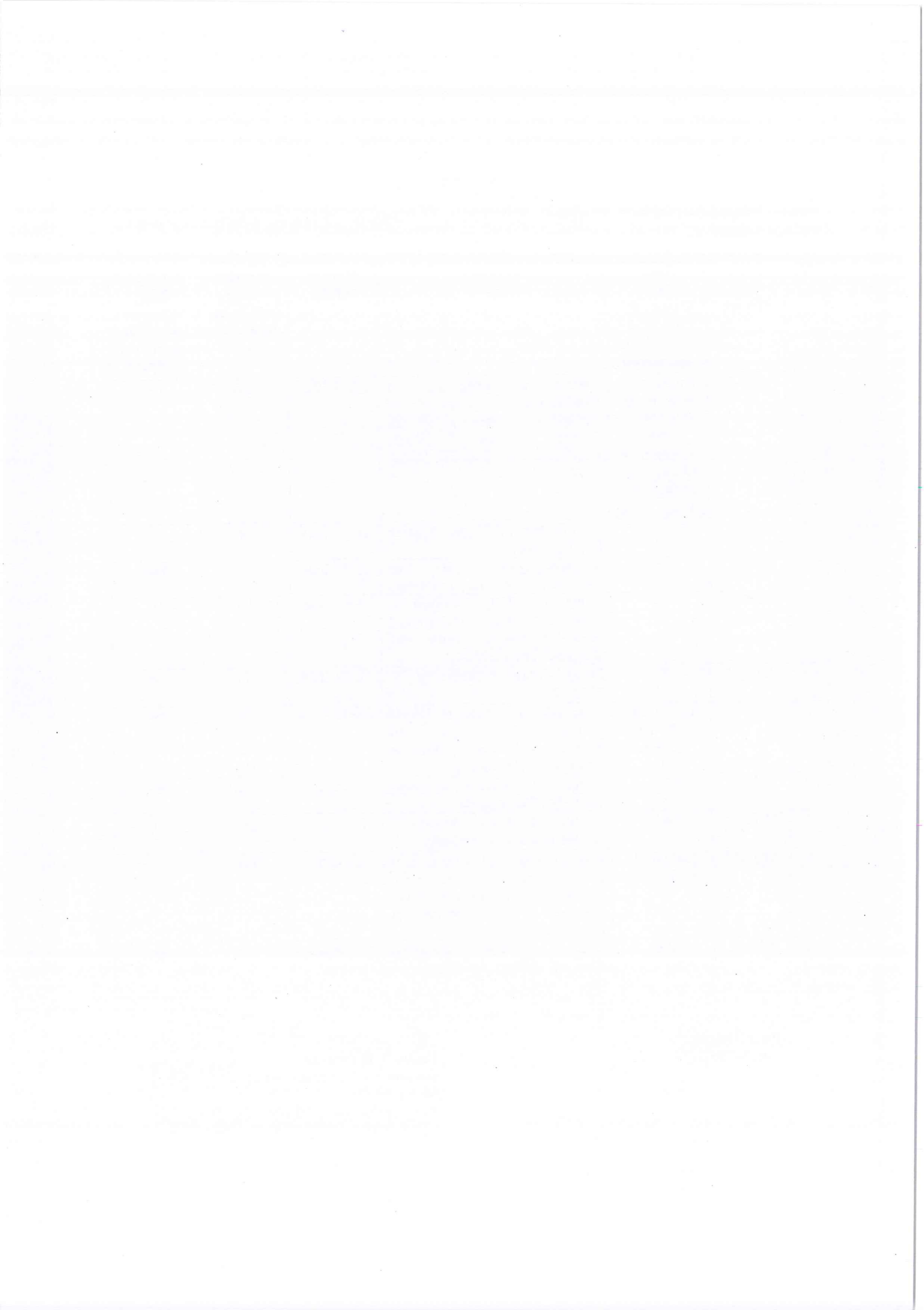
Forms and Returns as filed by the Company with the Registrar of Companies, during the financial year ending on 31st March 2024.

SN	Form No./ Return	Filed Under Companies Act 2013 and Rules as mentioned	Filed For	Date of Filing	Whether filed within the prescribed time	If delay in filing, whether requisite additional fee paid
1.	DPT-3	Pursuant to rule 16 and rule 16A of the Companies (Acceptance of Deposits) Rules, 2014	Return of particulars of transactions by a company not considered as deposit as per rule 2(1)(c) of the Companies (Acceptance of Deposit) Rules, 2014.	02/08/2023	No	Yes
2.	CHG-1	79	Modification of Charge. (Charge ID-10271019)	31/01/2024	No	Yes
3.	ADT-1	139	Re-appointment of M/s Rao Associates as Statutory Auditors.	01/01/2024	No	Yes
4.	AOC-4 XBRL	137	Filing of XBRL document in respect of Financial Statement and other documents with the Registrar for FY 2022-23.	23/01/2024	No	Yes
5.	MGT-7	92	Filing of Annual Return for FY 2022-23.	25/01/2024	No	Yes
6.	MGT-14	13(1) read with sub section (9)	Approval for change in Object Clause of the Company and Alteration of Memorandum of Association of Company.	27/02/2024	Yes	No
7.	SH-7	64(1)	Increase in Authorised Share Capital of the Company.	28/02/2024	Yes	No
8.	MGT-14	14(1)	Adoption of Altered Articles of Association of the Company.	15/03/2024	Yes	No
9.	MGT-14	14(1) read with 13(1)	Conversion of the Company from Private Limited into Public Limited Company and consequent amendment to the Memorandum of Association.	15/03/2024	Yes	No
10.	INC-22	12(4)	Change in registered office of the Company within local limits of city.	15/03/2024	Yes	No

Place: Bengaluru
Date: 03.07.2024


Sudhir V Hulyalkar
Company Secretary in practice
M. No: 6040C.P. No: 6137
Peer Review No. 607/2019
UDIN: F006040F000661816







EXPLANATORY NOTE ON TRANSFER OF SHARES/ DEBENTURES ATTACHED AND FORMING PART OF ANNUAL RETURN FORM MGT – 7 FOR THE FINANCIAL YEAR 2023-24.

There were a total of 17 share transfers during the Financial Year 2023 – 24. However, the e-form MGT-7 allows the details of maximum of 10 transfers to be entered in the e-forms.

In view of the above, complete list of the share transfers during the Financial Year 2023-24 is furnished below:

Sl. No	Date of Registration	Type of Transfer	Number of Shares Transferred	Amount per share/Debenture /Unit	Ledger folio of Transferor	Name of the Transferor	Ledger folio of Transferee	Name of the Transferee
01	05/03/2024	Equity	4000	10	01	Prabhav N Rao	03	Pranav Narasimha Rao
02	05/03/2024	Equity	800	10	01	Prabhav N Rao	03	Pranav Narasimha Rao
03	05/03/2024	Equity	1200	10	01	Prabhav N Rao	04	Prajna Acharya
04	05/03/2024	Equity	1200	10	01	Prabhav N Rao	05	Prathibha Upadhyaya
05	05/03/2024	Equity	800	10	01	Prabhav N Rao	06	Poornima Rao
06	05/03/2024	Equity	400	10	01	Prabhav N Rao	06	Poornima Rao
07	05/03/2024	Equity	4000	10	02	Priyashila P Rao	07	Ayush P Rao
08	05/03/2024	Equity	4000	10	02	Priyashila P Rao	07	Ayush P Rao
09	05/03/2024	Equity	500	10	02	Priyashila P Rao	07	Ayush P Rao

LEAPFROG ENGINEERING SERVICES LIMITED
(Formerly known as Leapfrog Engineering Services Private Limited)
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Bengaluru, Karnataka, India, 560076
Ph: +91 80 26581382 / 40933570 / 40954188, E-mail: info@lesgroup.in
Website: lesgroup.in
CIN: U74210KA2005PLC036274



10	05/03/2024	Equity	500	10	02	Priyashila P Rao	07	Ayush P Rao
11	05/03/2024	Equity	500	10	02	Priyashila P Rao	07	Ayush P Rao
12	05/03/2024	Equity	100	10	02	Priyashila P Rao	07	Ayush P Rao
13	25/03/2024	Equity	4800	10	01	Prabhav N Rao	08	Sapna Raghavendra
14	25/03/2024	Equity	3600	10	02	Priyashila P Rao	08	Sapna Raghavendra
15	25/03/2024	Equity	800	10	06	Poornima Rao	09	Upanishad Prashant Rao
16	25/03/2024	Equity	400	10	06	Poornima Rao	09	Upanishad Prashant Rao
17	25/03/2024	Equity	9600	10	02	Priyashila P Rao	07	Ayush P Rao

For LEAPFROG ENGINEERING SERVICES LIMITED (Formerly known as Leapfrog Engineering Services Private Limited)



Prabhav Narasimha Rao

Managing Director

DIN: 02277473

Address: C1-1205, L&T South City,
Arekere Mico Layout, Bannerghatta Road,
Bangalore – 560076

Date: 28/06/2024

Place: Bangalore

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Website: lesgroup.in
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