

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Twentieth (20<sup>th</sup>) Annual General Meeting of the Members of Leapfrog Engineering Services Limited (“the Company”) will be held at shorter notice on Wednesday, 30<sup>th</sup> July, 2025 at 11:30 AM at the registered office of the Company at No. 496, Chaithanya Dhriti Rudresh, 6<sup>th</sup> Main, 8th Cross, Vijaya Bank Layout, Bannerghatta Road, Bengaluru - 560 076, Karnataka, to transact the following business :

**ORDINARY BUSINESS:**

**1. Adoption of Financial Statements:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with Auditor’s Report and the Report of the Board of Directors thereon.

To consider and if thought fit to pass with or without modifications, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** the audited Balance Sheet for the financial year ended on 31<sup>st</sup> March, 2025, Statement of Profit and Loss, Cash Flow Statement and Notes thereon for the financial year ended on 31<sup>st</sup> March, 2025, together with Auditor’s Report and Board’s Report thereon, as circulated to the members, be and are hereby received, considered and adopted.”

**2. Appointment of Mrs. Priyashaila Prabhav Rao (DIN: 02122050), as a Director liable to retire by rotation.**

To appoint a director in place of Mrs. Priyashaila Prabhav Rao, (DIN: 02122050), who retires by rotation and being eligible, seeks reappointment.

Explanation: Based on the terms of appointment, executive directors and the non-executive and non-independent directors are subject to retirement by rotation. Mrs. Priyashaila Prabhav Rao, (DIN: 02122050), Whole-Time Director, whose office of directorship is liable to retire at the ensuing Annual General Meeting, being eligible, seeks reappointment as a director. The Board recommended her reappointment as a Director.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mrs. Priyashaila Prabhav Rao, (DIN: 02122050) Whole-time Director, who retires by rotation at this meeting, and being eligible, offers herself for re-appointment, be and is hereby reappointed as a Director of the Company.”

By Order of the Board of Directors  
For LEAPFROG ENGINEERING SERVICES LIMITED



Prabhav Narashimha Rao  
Managing Director  
DIN: 02277473

Date: 18<sup>th</sup> July, 2025  
Place: Bengaluru.

**NOTES:**

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of himself/ herself and such proxies need not be Members of the Company. In order to be valid, proxy form(s) duly complete in all respects, should be lodged with the Company at its registered office of the Company at any time, before the commencement of the Meeting. Proxy form pursuant to Section 105 of the Companies Act, 2013 is attached herewith.
2. Members attending the meeting are requested to bring with them the attendance slip duly filled in and signed and handover the same at the meeting. The attendance slip forms part of this Notice.
3. The Notice of Meeting is being sent to the Members through electronic mode to their e-mails registered with the Company.
4. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days till the date of the Annual General Meeting.
5. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, a route map of the venue of the Annual General Meeting is enclosed.

**Form No. MGT-11**

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**CIN** : U74210KA2005PLC036274  
**Name** : LEAPFROG ENGINEERING SERVICES LIMITED  
**Registered Office** : No. 496, Chaitanya Dhriti Rudresh, 6<sup>th</sup> Main, 8<sup>th</sup> Cross, Vijaya Bank Layout, Bannerghatta Main Road, Bangalore - 560076.

<b>Name of the Member(s) :</b>	
<b>Registered Address :</b>	
<b>E-Mail ID :</b>	
<b>Folio No/ Client ID :</b>	
<b>DP ID :</b>	

I/ We being the member(s) of \_\_\_\_\_ Equity shares of above Company hereby appoint

1. Name :
2. Address :
3. Email ID :
4. Signature: \_\_\_\_\_, or failing him,

1. Name :
2. Address :
3. Email ID :
4. Signature: \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the 20<sup>th</sup> Annual General Meeting of the Members of the Company to be held at shorter notice on Wednesday, 30th July, 2025 at 11:30 AM at the registered office of the Company at No. 496, Chaitanya Dhriti Rudresh, 6<sup>th</sup> Main, 8<sup>th</sup> Cross, Vijaya Bank Layout, Bannerghatta Road, Bengaluru-560076, Karnataka and at any adjournment thereof in respect of resolution indicated below:

1. To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2025, together with reports of the Board of Directors and the Statutory Auditors thereon.
2. Reappointment of Mrs. Priyashaila Prabhav Rao (DIN: 02122050), as a Director liable to retire by rotation.

\_\_\_\_\_  
(Signature of Shareholder)

\_\_\_\_\_  
(Signature of Proxy Holder)

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Notes: Proxy Form in order to be effective should be completed, signed and deposited at the Registered Office of the Company any time, before the commencement of the Meeting.



**ATTENDANCE SLIP**  
(To be presented at the entrance)

**CIN** : U74210KA2005PLC036274  
**Name** : LEAPFROG ENGINEERING SERVICES LIMITED  
**Regd Office** : No. 496, Chaitanya Dhriti Rudresh, 6<sup>th</sup> Main, 8<sup>th</sup> Cross, Vijaya Bank Layout, Bannerghatta Main Road, Bengaluru - 560076, Karnataka.

<b>Registered Folio No./ DP ID &amp; Client ID</b>	
<b>Name &amp; address of the member</b>	
<b>Number of shares held</b>	

I certify that I am a registered Member/Proxy for the registered Member of the Company. I hereby record my presence at the 20<sup>th</sup> Annual General Meeting ("AGM") to be held at shorter notice on Wednesday, 30<sup>th</sup> July, 2025 at 11:30 AM at the registered office of the company at No. 496, Chaitanya Dhriti Rudresh, 6<sup>th</sup> Main, 8<sup>th</sup> Cross, Vijaya Bank Layout, Bannerghatta Road, Bengaluru - 560 076.

\_\_\_\_\_  
(Signature of Member/ Proxy)

**NOTE: Shareholders / Proxy holders are requested to bring this attendance slip to the meeting and hand over the same at the entrance duly signed.**



**ROUTE MAP**

