

IN THE NATURE OF ABRIDGED PROSPECTUS – MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

This is an abridged prospectus containing salient features of the Prospectus. You are encouraged to read greater details available in the Prospectus.

THIS DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

You may obtain a physical copy of the Application form and the Prospectus from Stock Exchange, our Company, Lead Manager, Non-Syndicate Registered Brokers, Registrar and Share Transfer Agents, Underwriters, Bankers to the Issue or Self Certified Syndicate Banks. You may also download the Prospectus from the websites of Securities and Exchange Board of India (“SEBI”), Stock Exchange (BSE Limited) Lead Manager and the Company where the equity shares are proposed to be listed (Stock Exchange) that is www.sebi.gov.in; www.bseindia.com; www.gretexcorporate.com and www.markolines.com respectively. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Prospectus.



MARKOLINES TRAFFIC CONTROLS LIMITED
(Formerly known as “Markolines Traffic Controls Private Limited”)

Registered Office: 502, A Wing, Shree Nand Dham sector 11, CBD Belapur Navi Mumbai 400614, Maharashtra India.

Tel: +91 22 6266 1111; **E-mail:** company.secretary@markolines.com; **Website:** www.markolines.com

Contact Person: Mr. Parag Sudhir Jagdale, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: MR. SANJAY BHANUDAS PATIL AND MR. KARAN ATUL BORA

ISSUE DETAILS, LISTING AND PROCEDURE

PUBLIC ISSUE OF 51,28,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH (“EQUITY SHARES”) OF MARKOLINES TRAFFIC CONTROLS LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ 78.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 68.00 PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹ 3,999.84 LAKH (“THE ISSUE”) OF WHICH 2,57,600 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH FOR CASH AT A PRICE OF ₹ 78.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 68.00 PER EQUITY SHARE AGGREGATING TO ₹ 200.93 Lakh LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 48,70,400 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH AT A PRICE OF ₹ 78.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 68.00 PER EQUITY SHARE AGGREGATING TO ₹ 3,798.91 LAKH (THE “NET ISSUE”). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.84% AND 25.49% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

These equity shares are proposed to be listed on “SME Platform” of BSE Limited.

This Public Issue being Fixed Price, the price per Equity Share of ₹ 78.00 face value of ₹ 10.00 each and the minimum lot size is 1600 Equity Shares and in multiples of 1600 Equity shares thereof and for which pre-issue advertisement shall be advertised in English national daily “BUSINESS STANDARD”, Hindi National Daily “BUSINESS STANDARD” and regional daily “NAVSHAKTI” after filing Prospectus with the Registrar of Companies, Mumbai. For details of “Basis for Issue Price” please refer page 73 of the Prospectus.

Procedure:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document (GID) from Lead Manager or download it from the website of BSE (www.bseindia.com) and LM (www.gretexcorporate.com).

ELIGIBILITY FOR THE ISSUE

This being an issue under Chapter IX of SEBI (ICDR) Regulations, 2018. The company is eligible for the Issue in terms of Regulation 229(2) of SEBI (ICDR) Regulations, 2018. Please note that the company is not compulsorily required to allot at least 75% of the Net Issue to public, to Qualified Institutional Buyers (QIBs).

INDICATIVE TIME TABLE

The below dates are indicative. However actual dates may vary.

Issue Opening Date	Wednesday, September 15, 2021	Unblocking of funds from ASBA Account	On or Before Monday, September 27, 2021
Issue Closing Date	Monday, September 20, 2021	Credit of Equity Shares to demat accounts of Allottees	On or Before Monday, September 27, 2021
Finalisation of Basis of Allotment with the Designated Stock Exchange	Thursday, September 23, 2021	Commencement of trading of Equity Shares on the Stock Exchange	On or Before Tuesday, September 28, 2021

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of the Prospectus. Specific attention of the investors is invited to the section titled “**Risk Factors**” at page 21 of the Prospectus and on page 7 of this Abridged Prospectus.

PRICE INFORMATION OF LEAD MANAGER: GRETEX CORPORATE SERVICES LIMITED

Sr. No.	Issuer Name	Issue size (₹ Cr.)	Issue Price (₹)	Listing Date	Opening price on listing date	+/- % change in Price on closing price, [+/- % change in closing benchmark]-30 th calendar days from listing	+/- % change in Price on closing price, [+/- % change in closing benchmark]-90 th calendar days from listing	+/- % change in Price on closing price, [+/- % change in closing benchmark]-180 th calendar days from listing
1	B & B Triplewall Containers Limited	19.99	36.00	October 15, 2018	38.75	42.66, [0.61]	34.43, [2.14]	26.20, [11.20]
2	BCPL Railway Infrastructure Limited	17.01	35.00	October 29, 2018	36.00	-1.52, [4.84]	-12.95, [4.67]	-0.83, [14.57]
3	Misquita Engineering Limited	1.93	27.00	October 04, 2019	27.85	33.56, [6.98]	102.05, [10.49]	122.60, [-24.97]
4	Anuroop Packaging Limited	2.64	13.00	November 21, 2019	13.25	-8.91, [2.73]	-17.97, [1.84]	-20.92, [-25.58]
5	Billwin Industries Limited	2.46	37.00	June 30, 2020	36.90	11.86, [8.08]	1.08, [8.78]	9.16, [35.62]
6	G M Polyplast Limited	8.09	159.00	October 14, 2020	160.00	4.48, [6.28]	0.90, [21.38]	0.30, [17.38]
7	Niks Technology Limited	2.01	201.00	March 31, 2021	217.00	-1.38, [-1.47]	- , [6.16]	-

Sources: All share price data is from www.bseindia.com and www.nseindia.com.

Note:

- The BSE SENSEX & CNX NIFTY are considered as the Benchmark Index.
- Price on BSE/NSE are considered for all the above calculations.
- In case 30th, 90th and 180th day is not a trading day, closing price of BSE/NSE of the next trading day have been considered.
- In case 30th, 90th and 180th day, scripts are not traded then last trading price has been considered.

GENERAL INFORMATION

Names of Lead Manager and contact details	GRETEX CORPORATE SERVICES LIMITED Office No.13, 1 st Floor, New Bansilal Building, Raja Bahadur Mansion, 9-15, Homi Modi Street, Fort, Mumbai – 400 001, Maharashtra, India Tel No.: +91 – 22 – 4002 5273/ 98368 22199; Fax No.: N.A. Email: info@gretexgroup.com / mbk@gretexgroup.com ; Website: www.gretexcorporate.com Contact Person: Mr. Janil Dilip Jain SEBI Registration No: INM000012177 CIN: U74999MH2008PLC288128
Name of Registrar to the Issue and contact details	BIGSHARE SERVICES PRIVATE LIMITED 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400 059, Maharashtra, India Tel. No.: +91 – 22 – 6263 8200; Email: ipo@bigshareonline.com ; Website: www.bigshareonline.com Contact Person: Mr. Swapnil Kate SEBI Registration No.: INR000001385 CIN: U99999MH1994PTC076534

Name of the Market Maker	GRETEX SHARE BROKING PRIVATE LIMITED Office No.13, 1 st Floor, New Bansilal Building, Raja Bahadur Mansion, 9-15, Homi Modi Street, Fort, Mumbai – 400 023 Tel No.: +91 – 22 – 4002 5273; Fax No.: NA Email: sherwoodpvtltd@yahoo.co.in ; Contact Person: Mr. Alok Harlalka SEBI Registration No: INZ000166934 Market Maker Registration No.: SME MM0617628062012 CIN: U65900MH2010PTC289361
Name of Statutory Auditor & Peer Review Auditor	M/s. Gupta Agarwal & Associates, Chartered Accountants
Self-Certified Syndicate Banks	The list of banks is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes . which is updated from time to time The list of SCSBs through which Applications can be submitted by RIIs using the UPI Mechanism, including details such as the eligible Mobile Apps and UPI handle which can be used for such Applications, is available on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40
Non-Syndicate Registered Brokers	You can submit Application Forms in the Issue to Registered Brokers at the Broker Centres. The details of such Broker Centres, along with the names and contact details of the Registered Brokers are available on the website of the Stock Exchange (www.bseindia.com). For further details, see section titled “ Issue Procedure ” beginning at page 216 of the Prospectus
Details regarding website address(es)/link(s) from which the investor can obtain list of Registrar to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)	The details of the Designated Registrar and Share Transfer Agents Locations and Designated Collecting Depository Participant Locations, along with their names and contact details are available on the websites of the Stock Exchange (www.bseindia.com) and updated from time to time.

PROMOTERS OF ISSUER COMPANY

- 1) **Sanjay Bhanudas Patil** aged 53 years, is the founding Promoter and is designated as Chairman and Managing Director of our Company. He was appointed on the Board of our Company w.e.f. November 08, 2002. He has completed Diploma in Mechanical Engineering. He is a self-driven individual who believes in teamwork. He is a dynamic leader with more than 20 years of experience in the business of Trading Industrial Goods, Construction, Infrastructure, O&M and allied services. He has a focused and result oriented approach in delivering high performance even during matching tight deadlines. He has expertise in forming Business Strategies and ensures timely implementation of the same.
- 2) **Mr. Karan Atul Bora**, aged 28 years, is the Promoter and is designated as Executive Director. He was appointed on the Board of our Company w.e.f. April 01, 2020. He has completed Bachelor of Engineering in Civil and Environmental from Cardiff University Prifysgol Caerdydd. He is an Innovative thinker with Broad Based Expertise across sectors in operations, finance, project management and business development. He has proven ability to quickly analyse key business drivers and develop strategies to grow the bottomline. He is a high integrity energetic leader known for ability to envision and create successful outcomes in complex situations.

BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

We are a Highway Operations & Maintenance (O&M) Service providing company. We thrive to make Highway Operations & Maintenance cost effective and easier with the help of Innovation, Technology & out-of-the-box solutions. Our vast experience of 19 years in offering superior services in the Highway Operations & Maintenance (O&M) have earned us name in the (O&M) domain. Our principal business operations are broadly divided into three categories:

1. Highway Operations under which we provide services like Toll operations, Route Patrolling and Incident management;
2. Highway Maintenance under which we provide services like Routine Maintenance, Preventive Maintenance and Major Maintenance & Repairs (MMR);
3. Specialized Maintenance Services under which we provide services which enhance the life and quality of road, these are Microsurfacing (MS), Base / Sub base Stabilization (FDR) and Cold In Place Recycling (CIPR).

For further details of “**Our Business**”, please refer page 94 of the Prospectus.

BOARD OF DIRECTORS

Name	Designation	Experience
Mr. Sanjay Bhanudas Patil	Chairman and Managing Director	For details, please refer to page 5 of this Abridged Prospectus
Mr. Karan Atul Bora	Executive Director	For details, please refer to page 5 of this Abridged Prospectus
Ms. Kirtinandini Sanjay Patil	Non-Executive Director	She has completed Higher Secondary Education from Maharashtra State Board in the year 1984. She has more than 5 years of experience and working as freelancing interior designer.
Mrs. Anjali Shivaji Patil	Independent Director	She has completed her Bachelor of Science from University of Pune in the year 1997, Diploma in Business Management from Pune University in the year 1999. She has also completed her Master in Management Science with Special Subject Marketing Management in the year 2003 and Master in Business Studies with special subject Human Resources Management in the year 2015 from Savitribai Phule Pune University. She is a keen planner, strategist and implementer with expertise in preparation of detailed objective based business plan.
Mr. Akash Manohar Pathak	Independent Director	He was appointed as Independent Director of our company for a period of five years in the Extra Ordinary General Meeting of its members held on August 21, 2021 commencing from August 20, 2021 to August 19, 2026. He has completed his Bachelor of Engineering (Chemical) from University of Pune in the year 1996.

OBJECTS OF THE ISSUE

The Issue includes a fresh Issue of 51,28,000 Equity Shares at an Issue Price of ₹ 78.00 per Equity Share aggregating to ₹ 3,999.84 Lakh.

Fresh Issue

The details of the proceeds of the Fresh Issue are summarized below:

Particulars	(₹ in Lakh)
Gross Proceeds from the Fresh Issue	3,999.84
Less: Issue related expenses	400.00
Net Proceeds of the Fresh Issue	3,599.84

Requirements of Funds:

After deducting the Issue related expenses in relation to the Fresh Issue, we estimate the proceeds of the fresh Issue to be ₹ 3,599.84 Lakh ("**Net Proceeds**"). The Object for which our Company intends to use the Net Proceeds are:

Sl. No.	Particulars	Total Estimated Expenditure	Amount proposed to be financed from Net Issue Proceeds	Amount proposed to be financed from Bank Loan / Financial Institutions / Internal Accrual
1	Prepayment / Repayment of certain debt facilities availed by our company	380.00	380.00	0.00
2	Funding of Working Capital Requirements of our company	3,386.17	2,319.84	1,066.33
3	General Corporate Purposes	900.00	900.00	0.00

(1) *The entire amount is proposed to be funded from the Net Proceeds to be utilized in the Financial Year 2021-22.*

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years: Not Applicable

Name of monitoring agency, if any: Not Applicable

Terms of Issuance of Convertible Security, if any: Not Applicable

PRE-ISSUE SHAREHOLDING

Sr. No.	Particulars	Pre-Issue No. of Shares	% Holding of Pre-Issue
1.	Promoters	68,19,040	48.78
2.	Promoter Group	71,60,480	51.22
3.	Public	--	--
	Total	1,39,79,200	100.00

For further details please refer “*Capital Structure*” beginning on page 52 of the Prospectus.

Number/amount of equity shares proposed to be sold by Promoter Selling Shareholder: N.A.

RESTATED AUDITED KEY FINANCIALS

Restated Financial Statements

(₹ in Lakh)

Particulars	For the period ended		
	March 31, 2021	March 31, 2020	March 31, 2019
Total Income from Operations (Net)	15,796.52	17,154.49	7,348.54
Net Profit/(Loss) before Tax	664.88	1,041.24	362.99
Net Profit/(Loss) after Tax	427.59	718.62	251.51
Equity Share Capital	87.37	87.37	87.37
Reserves & Surplus	2,347.85	1,920.26	1,201.64
Net Worth	2,435.22	2,007.63	1,289.01
Face Value of Shares (in ₹)	10	10	10
Basic & Diluted earnings per share (in ₹) (After Split & Post Bonus)	3.06	5.14	1.80
Return on Net Worth (%)	17.56%	35.79%	19.51%
Net Asset Value Per Share (₹) (After Split & Post Bonus)	17.42	14.36	9.22

For further details, please refer Chapter “*Financial Statement as Restated*” beginning from page 158 of Prospectus.

INTERNAL RISK FACTORS

The below mentioned risks are top 10 risk factors as per the Prospectus:

- There are outstanding legal proceedings involving our Company, Promoters, Directors and Group Companies. Any adverse decision in such proceeding may have a material adverse effect on our business, results of operations and financial condition
- Our business and our financial condition would be materially and adversely affected if we fail to obtain new contracts.
- Delays in the completion of current and future projects could lead to termination of contracts or cost overruns or claims for damages, which could have an adverse effect on our cash flows, business, results of operations and financial condition.
- We may not be able to realise the amounts, partly or at all, reflected in our Order Book which may materially and adversely affect our business, prospects, reputation, profitability, financial condition and results of operation.
- Our business involves usage of manpower and any unavailability of our employees or shortage of contract labour or any strikes, work stoppages, increased wage demands by workmen or changes in regulations governing contractual labour may have an adverse impact on our cash flows and results of operations.
- Our business is capital intensive. If we experience insufficient cash flows to meet required payments on our debt and working capital requirements, there may be an adverse effect on our operations.
- Our lenders have imposed certain restrictive conditions on us under our financing arrangements. Further, our Company has not received “No Objection Certificate” from few of our lenders to undertake the Issue
- Our business is subject to seasonal and other fluctuations that may affect our cash flows and business operations
- The continuing effect of the COVID-19 pandemic on our business and operations is highly uncertain and cannot be predicted.
- We require a number of approvals, NOCs, licenses, registrations and permits in the ordinary course of our business. Some of the approvals are required to be transferred in the name of “Markolines Traffic Controls limited” from “Markolines Traffic Controls Private limited pursuant to name change of our company and any failure or delay in obtaining the same in a timely manner may adversely affect our operations.

For further details please refer the section titled “*Risk Factors*” on page 21 of our Prospectus.

SUMMARY OF OUSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

Total number of outstanding litigations against the company and amount involved:

No of Case: 1 Case of Direct Tax and 1 Case of Bank Guarantees/Corporate Guarantees

Amount: ₹ 654.05 Lakh

Brief details of top 5 material outstanding litigations against the company and amount involved:

No of Case: 1 Case of Direct Tax and 1 Case of Bank Guarantees/Corporate Guarantees

Amount: ₹ 654.05 Lakh

Regulatory action, if any – disciplinary action taken by SEBI or stock exchange against the company/promoters in last 5 financial years: Nil

Brief details of outstanding criminal proceedings against the promoters: Nil

For further details of “*Outstanding Litigations and Material Developments*” please refer page 182 of the Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / ISSUER – NIL

DECLARATION BY THE COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 (to the extent notified) and the guidelines issued by the Government of India or the regulations or guidelines issued by the Securities and Exchange Board of India, as the case may be, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 each as amended or rules made or guidelines or regulations issued there under, as the case may be. We further certify that all disclosures and statements in the Prospectus are true and correct.

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