

**AMERICAN BILTRITE INC.**  
57 River Street  
Wellesley Hills, Massachusetts 02481

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**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD NOVEMBER 16, 2020**

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To the Stockholders of American Biltrite Inc.:

The 2020 annual meeting of Stockholders of American Biltrite Inc. (the “Company”) will be held at the offices of American Biltrite Inc., 57 River Street, Wellesley Hills, MA on Monday, November 16, 2020, at 9:00 a.m. Eastern Standard Time, for the following purposes:

1. To elect directors of the Company; and
2. To consider and act upon any matters incidental to the foregoing and to transact such other business as may properly come before our meeting.

Our Board of Directors has fixed the close of business on September 18, 2020, as the record date for the determination of our stockholders entitled to notice of, and to vote at, our annual meeting.

**WE ARE NOT ASKING YOU FOR A PROXY.**

Howard N. Feist III  
Secretary

September 25, 2020  
Wellesley Hills, MA

**THIS INFORMATION STATEMENT IS BEING PROVIDED TO YOU BY  
THE BOARD OF DIRECTORS OF AMERICAN BILTRITE INC.**

**WE ARE NOT ASKING YOU FOR A PROXY, AND YOU ARE  
REQUESTED NOT TO SEND US A PROXY**

**American Biltrite Inc.  
57 River Street  
Wellesley Hills, Massachusetts 02481**

**INFORMATION STATEMENT  
September 25, 2020**

**Information Statement  
for the 2020 Annual Meeting of Stockholders**

**AMERICAN BILTRITE INC.**

57 River Street  
Wellesley Hills, Massachusetts

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**INFORMATION STATEMENT  
FOR THE 2020 ANNUAL MEETING OF STOCKHOLDERS**

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This information statement is being furnished to the stockholders of American Biltrite Inc. (the "Company") in connection with the 2020 Annual Meeting of Stockholders, and any adjournment, postponement or continuation of that meeting (the "Meeting").

The 2020 Annual Meeting of Stockholders will be held at the offices of American Biltrite Inc., 57 River Street, Wellesley Hills, MA on Monday, November 16, 2020 at 9:00 AM Eastern Standard Time. The principal executive offices are located at 57 River Street, Wellesley Hills, Massachusetts 02481.

This information statement is being mailed to stockholders on or about September 25, 2020.

**WE ARE NOT ASKING FOR A PROXY, AND YOU ARE REQUESTED NOT TO SEND US A PROXY. STOCKHOLDERS OF RECORD MAY VOTE THEIR SHARES TO ELECT THREE NOMINEES FOR DIRECTOR AND TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE OUR MEETING BY ATTENDING THE MEETING AND VOTING IN PERSON OR BY VOTING THROUGH AN INDIVIDUAL WHO WILL ATTEND THE MEETING AS YOUR PROXY.**

If you plan to attend the Meeting and wish to vote in person, the Company will give you a ballot at the Meeting; however, if your shares are held in the name of your broker, bank or other nominee, you must obtain from your broker, bank or other nominee and bring to the Meeting a "legal proxy" authorizing you to vote your "street name" shares held at the close of business on September 18, 2020.

On September 18, 2020, there were issued and outstanding 32,469 shares of common stock. Only stockholders of record at the close of business on that date are

entitled to notice of and to vote at the Meeting or any adjournment thereof, and those entitled to vote will have one vote for each share held.

A quorum for the consideration of election of directors or any question at the Meeting will consist of a majority in interest of all stock issued and outstanding and entitled to vote upon that question. A plurality of the votes properly cast for the election of a director at the Meeting is required to elect a director. Shares represented by ballots marked “**WITHHELD**” with regard to the election of directors will be counted for purposes of determining whether there is a quorum at the Meeting, but will not be voted in the election of directors and, therefore, will have no effect on the determination of the outcome of the votes for the election of directors

## **MATTERS TO BE SUBMITTED FOR STOCKHOLDER CONSIDERATION**

### **PROPOSAL 1: Election of Directors**

The Board of Directors is divided into three classes. The term for each class is three years with the term for each class expiring at successive Annual Meetings of Stockholders. The Stockholders are being asked to elect three Class III directors at the Meeting.

The Board of Directors currently consists of ten directors, with nine directors currently serving on the Board of Directors, with three directors in Class I, three directors in Class II and three directors in Class III. The Board of Directors has not yet determined what action it will take regarding the seat currently vacant on the Board of Directors.

The term of those Class III directors elected at the Meeting will expire at the Annual Meeting of Stockholders held in 2023, and those directors will hold office until the election and qualification of their successors or until their earlier death, resignation, retirement, disqualification or removal from office. Should any person named above be unable or unwilling to serve as a director, stockholders at the Meeting may vote for such other person as the Board of Directors may recommend. Each nominee is currently a director of the Company.

*The Board of Directors has nominated:*

Mark N. Kaplan, William M. Marcus and Kenneth I. Watchmaker as Class III Directors.

### **Recommendation of the Board of Directors**

The Board of Directors unanimously recommends that our stockholders attend the Annual Meeting and vote “**FOR**” the election of each of the nominees for Class III director.

### **TRANSACTION OF OTHER BUSINESS**

At the date of this Information Statement, the only business which the Board intends to present at the Annual Meeting is the election of Class III Directors. If any other matter or matters are properly brought before the Annual Meeting, or an adjournment or postponement thereof, the stockholders present at the Annual Meeting may vote on such matters.

By Order of the Board of Directors  
American Biltrite Inc.

Howard N. Feist III  
Secretary

Wellesley Hills, Massachusetts  
September 25, 2020