Mitteilung an alle Anteilseigner der ACMBERNSTEIN

Anbei finden Sie die Information der Fondsgesellschaft ACMBERNSTEIN, folgende Fonds sind betroffen:

LU0252216485
LU0047987325

Details können Sie der beigefügten Anlage entnehmen.
1 October 2009

Notice to Shareholders of
ACMBernstein – India Growth Fund (the “Fund”)

Dear Valued Shareholder:

This important notice requires your immediate attention. Please seek professional advice if in doubt about its content.

Reference is made to the prior notice dated 8 September 2009 regarding the proposed merger of the Fund into ACMBernstein SICAV—India Growth Portfolio.

Because the Extraordinary General Meeting of shareholders convened on 30 September 2009 lacked the quorum necessary to deliberate on the proposed merger, you are hereby notified of a Reconvened Extraordinary General Meeting of shareholders to be held on 30 October 2009 at 11:00 a.m. (Luxembourg time) at the registered office of the Fund, 18, rue Eugène Ruppert, L-2453 Luxembourg to vote on the same agenda, which is outlined in the enclosed proxy form. There shall be no quorum requirement at the Reconvened Extraordinary General Meeting. At such meeting, resolutions, in order to be adopted, must be carried by at least two-thirds of the votes cast.

You may vote on the merger in person or by proxy. A proxy form for your vote is enclosed. Your proxy form should be returned duly completed to Victor Buck Services, Z.I. Am Bain, L-3372, Leudelange, Luxembourg. Please return your proxy before 4.00 p.m. on 28 October 2009 in order for it to be counted.

We believe the merger to be in the best interests of you, the shareholders of the Fund, for reasons detailed in our prior notice to you, and recommend you vote for the merger. Whether or not you vote on the merger, no action is required on your part to continue your investment.

If you have questions, please contact your financial advisor or an AllianceBernstein Investor Services operations center at + 800.22.63.86.37 or + 352.46.39.36.151

If you are acting as a nominee for other investors in the Fund, please inform the ultimate beneficial owners of the shares in the Fund of the information set forth in this notice as soon as possible.

Thank you for your investment in the Fund. We hope to continue to meet your investment needs through the Fund. We accept responsibility for the accuracy of the contents of this letter.

Sincerely yours,

The Board of Directors of
ACMBernstein – India Growth Fund

Enclosure:
Proxy vote form
ACMBERNSTEIN-INDIA GROWTH FUND
Société d'Investissement à Capital Variable
18, rue Eugène Ruppert
L-2453 Luxembourg
R.C.S. Luxembourg B 45 529

PROXY

The undersigned, .........................................................,

holder of shares in ACMBERNSTEIN-INDIA GROWTH FUND (the "Fund")

hereby appoints the chairman of the meeting (the "Proxyholder"),

to represent and vote for the undersigned at the extraordinary general meeting of shareholders of
the Fund to be held in Luxembourg, on 30 October 2009 at 15, côte d’Eich, L-1450 Luxembourg at
11:00 a.m. (Luxembourg time) and at any adjournment or reconvened meeting thereof with the
following agenda:

AGENDA

To approve the merger of the Fund into ACMBernstein SICAV, a "société d'investissement
à capital variable" organized under the Luxembourg law of 20 December 2002 having its
registered office at 18, rue Eugène Ruppert, L-2453 Luxembourg and more particularly the merger
of the Fund into India Growth Portfolio, a portfolio of assets created under the umbrella structure
of ACMBernstein SICAV, and more specifically, upon hearing:

(i) the report of the board of directors explaining and justifying the merger proposal
(hereafter the "Merger Proposal") published in the Mémorial C, Recueil des Sociétés et
Associations of Luxembourg on 28 August 2009 and deposited with the Register of Commerce and
Companies in Luxembourg, and

(ii) the audit report prescribed by article 266 of the Luxembourg law of 10 August
1915 on commercial companies, as amended, prepared by Ernst and Young.

1) to approve such Merger Proposal;

2) to fix the effective date (hereinafter the "Effective Date") of the merger, as defined in the
Merger Proposal on 31 October 2009 or on such other date as may be determined at the
extraordinary meeting of shareholders upon suggestion of the chairman of the meeting being not
later than 31 December 2009.

3) to approve that, on the Effective Date, the assets and liabilities of the Fund shall be
merged into ACMBernstein SICAV - India Growth Portfolio, a portfolio of assets created under the
umbrella structure of ACMBernstein SICAV;

4) to approve that on the Effective Date, in exchange for the contribution of the respective
assets and liabilities of the Fund, ACMBernstein SICAV issues to shareholders of the Fund the
same number of shares of the same classes in ACMBernstein SICAV - India Growth Portfolio as
they held in the Fund prior to the Effective Date. The new shares in ACMBernstein SICAV will be
issued in registered form with fractions as of the Effective Date;
5) to state that, as a result of the merger, the Fund be wound up on the Effective Date and all its shares in issue be cancelled.

The undersigned hereby instructs the Proxyholder to vote as follows:

Resolution (1):

- in favour [ ]
- against [ ]
- abstention [ ]

Resolution (2):

- in favour [ ]
- against [ ]
- abstention [ ]

Resolution (3):

- in favour [ ]
- against [ ]
- abstention [ ]

Resolution (4):

- in favour [ ]
- against [ ]
- abstention [ ]

Resolution (5):

- in favour [ ]
- against [ ]
- abstention [ ]

In case no specific instructions are given the Proxyholder may vote as he/she deems fit.

The undersigned authorises the Proxyholder to do and perform any and all acts and deeds which may be necessary or useful in the accomplishment of the present proxy.

Given in ......................... on .........................

Signature.................................