

### A. PROXY

The undersigned appoints the Chairman, as proxy, with power of substitution to vote all shares of ACMBernstein SICAV (the "Fund"), registered in the name of the undersigned, at the 2012 Annual General Meeting of Shareholders of the Fund, to be held at the offices of AllianceBernstein (Luxembourg) S.à r.l. 2-4, rue Eugène Ruppert, L-2453 Luxembourg on Thursday, October 25, 2012, 09:30AM (local time) and at any adjournments thereof.

1. FOR AGAINST the approval of the auditor's report and audited financial statements for the fiscal year ended May 31, 2012.
2. FOR AGAINST the approval of the annual report of the Fund for the fiscal year ended May 31, 2012.
3. FOR AGAINST the discharge to be granted to the Directors with respect to the performance of their duties during the fiscal year ended May 31, 2012.
4. FOR AGAINST the election of the following persons as Directors, each to hold office until the next Annual General Meeting of Shareholders and until his or her successor is duly elected and qualified:

Yves Prussen  
Bertrand Reimmel  
Louis Mangan  
Silvio Cruz

5. FOR AGAINST the appointment of Ernst & Young, Luxembourg, as independent auditors of the Fund for the forthcoming fiscal year.
6. In accordance with their discretion, upon such other matters as may properly come before the meeting.

The shares represented by this Proxy will be voted in accordance with the specifications made above. If no specifications are made, such shares will be voted FOR all the proposals listed above.

Dated: , 2012

Signed:

(Please sign above exactly as shares  
are registered)

(1) To be valid, this proxy must be completed and deposited with our mailing agent, Victor Buck Services, Z.I. Am Bann, L-3372 Leudelange, no later than 48 hours before the time appointed for the Meeting.

(2) If the shareholder is a corporation, this proxy must be executed under seal and by the hand of an officer or attorney duly authorized in such capacity.

**B. PHYSICAL ATTENDANCE AT MEETING (Not Required)**

(To be completed only in the event you intend *physically* to attend the Thursday, October 25, 2012 Annual General Meeting of Shareholders)

I confirm I will be physically present or have a representative physically present at the Fund's 2012 Annual General Meeting of Shareholders.

Please insert below the representative's name in **CAPITAL LETTERS** only

[illegible]