

AllianceBernstein (Luxembourg) S.à r.l.
Société à responsabilité limitée
2-4, rue Eugène Ruppert
L-2453 Luxembourg
R.C.S. Luxembourg B 34 405

**致聯博-全球成長趨勢基金
銷售機構之通知**

2016年7月28日

主旨：聯博-全球成長趨勢基金併入聯博-前瞻主題基金

尊敬的銷售機構：

本公司謹以本函通知 台端，聯博（盧森堡）公司作為聯博基金(AB FCP I)之管理公司，其理事會（下稱「理事會」）已決定將聯博-全球成長趨勢基金（下稱「被移轉基金」）併入聯博-前瞻主題基金（下稱「接收方基金」）（下稱「本合併」）。本合併之細節詳見檢附之受益人通知書。

本合併將於2016年10月28日生效（下稱「生效日」）。

受益人之通知。被移轉基金之已註冊受益人，若適用，將依各基金註冊地及其所銷售之各國主管機關之指示被通知本合併。謹檢附受益人之通知函一份如后。

其他投資選擇。理事會認為此些變更係為被移轉基金投資人之最佳利益。如 台端不同意， 台端得於2016年10月21日之相關截止時間前有下列不同選擇：(1) 台端可要求將台端對相關基金受益憑證的投資，免費轉換成已在 台端所在司法管轄區登記的另一在盧森堡註冊的聯博UCITS基金之相同受益憑證級別，或可透過在 台端所居住國家的聯博認可之銷售機構為之；或(2) 台端得免費贖回相關基金之股份（惟若適用，須繳付適用於該等股份的任何或有遞延銷售費）。

於生效日，所有未於2016年10月21日前要求贖回或轉換其股份之受益人，將收到在接收方基金之相應受益憑證級別之一定數量之股份。

如何獲取更多資料。如果 台端有任何疑問，或 台端希望獲取聯博SICAV基金的公開說明書及相關基金之詳細資訊，請聯絡與聯博投資人服務中心聯絡：

歐洲／中東 +800 2263 8637或+352 46 39 36 151（歐洲中部時間上午九時正至下午六時正）

亞太區 +800 2263 8637或+65 62 30 2600（新加坡標準時間上午九時正至下午六時正）

美洲區+800 947 2898或+1 212 823 7061（美國東部標準時間上午八時三十分至下午五時正）

您也可以聯絡基金總代理人：

聯博證券投資信託股份有限公司

台北市信義路五段7號81樓及81樓之一

電話：02-8758-3888 傳真：02-8758-3955

本公司感謝 台端對聯博的長期支持，並會繼續協助 台端實現更好的投資成果。

聯博（盧森堡）公司之理事會

謹啟

AllianceBernstein (Luxembourg) S.à r.l.

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**Notice to Distributors of
AB FCP I – Global Growth Trends Portfolio**

28 July 2016

Attention: Corporate Action Department

RE: Merger of the AB FCP I – Global Growth Trends Portfolio into the AB SICAV I – Thematic Research Portfolio

Dear Valued Distributor:

The purpose of this letter is to inform you that the Board of Managers (the “**Board**”) of AllianceBernstein (Luxembourg) S.à r.l., which acts as management company of **AB FCP I**, has decided to merge (the “**Merger**”) the **AB FCP I – Global Growth Trends Portfolio** (the “**Transferring Portfolio**”) into the **AB SICAV I – Thematic Research Portfolio** (the “**Receiving Portfolio**”). Details of the Merger may be found in the attached shareholder notice.

The Merger will become effective on 28 October 2016 (the “**Effective Date**”).

Shareholders will be informed. Registered shareholders of the Transferring Portfolio are being notified of the Merger, as applicable, in accordance with the instructions of regulatory authorities in each portfolio’s home jurisdiction and each jurisdiction in which a portfolio is distributed. A copy of the notice sent to shareholders is attached hereto.

Other investment options. The Board is of the opinion that the contemplated changes are in the best interests of the investors of the Transferring Portfolio. If you or your investors feel otherwise, there are various options available to you and your investors: (1) You/your investors may request the exchange of your/their investment free of charge in shares of the relevant portfolio for the same share class of another AB-sponsored Luxembourg-domiciled UCITS fund registered in your/their jurisdiction or otherwise available through an AB authorized distributor in the country in which you/they reside; or (2) You/your investors may redeem your/their shares in the relevant portfolio free of charge (subject to any contingent deferred sales charge, if applicable to your/their shares) until the relevant cut-off time on 21 October 2016.

On the Effective Date, all shareholders who have not requested redemption or conversion of their shares up until 21 October 2016 will receive a number of shares of the corresponding class of shares in the Receiving Portfolio.

How to get more information. If you have questions, or if you would like to obtain a prospectus of AB SICAV I and full details about the relevant portfolio, please contact Client Services at an AllianceBernstein Investor Services service center:

Europe/Middle East +800 2263 8637 or +352 46 39 36 151 (9:00 a.m. to 6:00 p.m. CET).

Asia-Pacific +800 2263 8637 or +65 62 30 2600 (9:00 a.m. to 6:00 p.m. SGT).

Americas +800 947 2898 or +1 212 823 7061 (8:30 a.m. to 5:00 p.m. US EST).

You may also contact the Master Agent:

AllianceBernstein Investments Taiwan Limited
81F and 81F-1, 7 Xin Yi Road, Sec. 5, Taipei, Taiwan
Tel: 02-8758-3888
Fax: 02-8758-3955

Thank you for loyalty to AB funds. We look forward to continuing a deep partnership with you.

Yours sincerely,

**The Board of Managers of
AllianceBernstein (Luxembourg) S.à r.l.**

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2-4, rue Eugène Ruppert
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致聯博－全球成長趨勢基金
受益人之通知

聯博－全球成長趨勢基金併入聯博－前瞻主題基金

2016年7月28日

尊敬的受益人：

本公司謹以本函通知 台端，聯博（盧森堡）公司（依盧森堡大公國法律設立之有限責任公司）（下稱「管理公司」）作為聯博基金(AB FCP I)（根據盧森堡大公國法律設立之共同投資基金）（下稱「聯博基金」）之管理公司，其理事會（下稱「理事會」）已決定將聯博－全球成長趨勢基金（下稱「被移轉基金」）併入聯博－前瞻主題基金（下稱「接收方基金」）（下稱「本合併」）。

本合併將於2016年10月28日生效（下稱「生效日」）。

1. 本合併之緣由與背景

理事會相信將被移轉基金之全部資產與負債移轉至接收方基金得以 (i) 藉由與接收方基金之投資及行政營運進行整併以增加效率及減少特定開支；及 (ii) 於較大之資產基礎上分散費用而對受益人有利。此外，受益人可能自新的全球銷售機會及由於淨資產增加而有潛在獲益。

基於以上原因，理事會已決定預期之本合併係符合被移轉基金受益人（下稱「受益人」）之長期最佳利益。

2. 本合併對受益人之可能影響

2.1 投資策略及相關風險

被移轉基金及接收方基金之投資策略依照其現行公開說明書實質上為相似。依公開說明書之規定，被移轉基金及接收方基金之投資目標係為透過投資成熟市場及新興市場之股權證券投資組合，以獲取具吸引力之長期資本增值。接收方基金之投資經理預期接收方基金將維持相當於其總資產至少80%於股權證券及股權相關證券之部位。

因為被移轉基金與接收方基金之投資組合已經相似，接收方基金應該無須再重新平衡。

依照公開說明書，被移轉基金之風險概況可與接收方基金之風險概況相比。

綜合風險與報酬評級(SRRI)維持不變。

接收方基金公開說明書中就其投資策略及風險概況較詳盡之描述，請參見附表I。

2.2 受益憑證級別之遷移

本合併應於生效日將被移轉基金之資產及負債配置至接收方基金。

聯博SICAV基金將於生效日對被移轉基金之受益人，依其於被移轉基金所持有之受益憑證級別發行相等數量之接收方基金之受益憑證。接收方基金各受益憑證之初始資產淨值，將與被移轉基金各受益憑證於本合併之日之資產淨值相符，且因此被移轉基金之受益人被移置至接收方基金之受益憑證數量，將與被移轉基金在本合併前之受益憑證數量相符。

在接收方基金相關受益憑證級別中並無現存之受益人，因其係於本合併後才會發行。

被移轉基金之受益人將獲得接收方基金中與受益人之現有受益憑證具相同特徵之受益憑證（除了依下述第2.3節所述較低之費用（如適用））。

被移轉基金	接收方基金
A級別	AX級別
B級別	BX級別
C級別	CX級別
I級別	IX級別
S1級別	SIX級別
SD月配級別	SD月配級別

有關 台端於本合併後將被配置之接收方基金受益憑證之更完整細節請參見附表II。

2.3 費用與開支

整體而言，接收方基金之費用將與被移轉基金之費用相等或較低。

所有受益人將獲益於接收方基金較低之管理公司費用，惟S1及SD月配級別之受益人例外，因該等受益憑證將與接收方基金適用相同之費用層級。

除了這些變更以外，接收方基金中之受益憑證級別與被移轉基金中之受益憑證級別相同。

有關接收方基金中適用費用之詳細說明請參見附表II。

2.4 稅賦影響

本合併將不會使被移轉基金或接收方基金應納盧森堡之稅賦。然而投資人可能因此應納其稅務居所地或其納稅之其他司法管轄區域之稅賦。

因稅務法律各國不同，我們建議 台端就本合併對 台端個案之稅務適用情形諮詢您的稅務顧問。

3. 受益人權利

若 台端不願接受接收方基金之新受益憑證， 台端被授權得在2016年10月21日之相關截止時間前：(i) 台端可要求將 台端對相關基金受益憑證的投資，免費轉換成已在 台端所在司法管轄區登記的另一在盧森堡註冊的聯博UCITS基金之相同受益憑證級別，或可透過在 台端所居住國家的聯博認可銷售機構為之；或(ii) 台端得免費贖回相關基金之股份（惟若適用，須繳付適用於該等股份的任何或有遞延銷售費）。

於生效日，所有未於截止時點（定義如下）前要求贖回或轉換其股份之受益人，將收到在接收方基金之相應受益憑證級別之一定數量之股份（如前述第2.2節所詳述）。接收方基金中相關受益憑證級別之具體特徵如附表II。

被移轉基金及接收方基金於其各公開說明書中所揭露之主要區別，請參見附表I。

4. 本合併之條款

受益人應注意，被移轉基金之新申購將接受到2016年10月21日之相關截止時間（簡稱「截止時點」）為止。贖回或轉換為其他聯博基金符合資格之受益憑證級別之要求將接受到截止時點（不收取任何贖回或轉換費用）。

因此，不同意本合併之受益人至截止時點為止得要求贖回或轉換其受益憑證。

於截止時點後，被移轉基金至生效日（含）止將暫停交易。

接收方基金在生效日後之第一個交易日將為2016年10月31日。

在生效日，被移轉基金之全部資產與負債將移轉至接收方基金。

被移轉基金之受益憑證將被取消，受益人將獲得接收方基金所發行之股份，此將依記名形式以零股發行。

被移轉基金及其受益憑證級別於本合併時所生之任何收益，將於持續進行之狀態在合併後計入接收方基金及其受益憑證級別之每股資產淨值。

被移轉基金之所有應付負債將於生效日時決定。一般而言，這些負債包括所生之費用與開支且反映於或將反映於每股資產淨值。任何於生效日後所生之額外負債將由接收方基金負擔。

為完成本合併所生之法律、顧問及行政成本，將由管理公司負擔。

5. 額外資訊

註冊

受益人茲此受通知，接收方基金將自生效日起於被移轉基金現在所註冊公開募集其受益憑證之各國家（日本除外）註冊。受益人應注意的是，接收方基金將不會在日本募集，因此不會於生效日於日本註冊。

文件之取得

保管機構之報告及會計師就此作業之報告、聯博SICAV基金之最近期年報及半年報以及聯博SICAV基金之現行公開說明書複本得於管理公司之註冊辦公室依請求免費提供。

聯絡資訊

如何獲取更多資料。如果 台端對本合併有任何疑問，請聯絡 台端的財務顧問，或致電下列號碼與聯博投資人服務中心聯絡：

歐洲／中東 +800 2263 8637或+352 46 39 36 151（歐洲中部時間上午九時正至下午六時正）

亞太區 +800 2263 8637或+65 62 30 2600（新加坡標準時間上午九時正至下午六時正）

美洲區 +800 2263 8637或+800 947 2898或+1 212 823 7061（美國東部標準時間上午八時三十分至下午五時正）

聯博（盧森堡）公司

理事會

謹啟

附表 I

被移轉基金及接收方基金之主要區別比較

	聯博—全球成長趨勢基金 基準貨幣：美元	聯博—前瞻主題基金 基準貨幣：美元
法律上型態	契約型 (共同基金 FCP – <i>Fonds Commun de Placement</i>)	公司型 (可變資本投資公司 SICAV – <i>Société d'Investissement à Capital Variable</i>) NB: 於獲得接收方基金之新股份時， 台端將成為聯博SICAV基金之受益人，且 台端將有權參與受益人大會及投票。受益人決定多種事宜，包括但不限於，董事會成員之任命與撤銷、同意董事卸任、批准年度會計帳目及公司（即聯博SICAV基金）之清算。
基金種類	可轉讓證券集合投資事業 (UCITS)	可轉讓證券集合投資事業 (UCITS)
受益憑證級別	參見附表II	參見附表II
典型投資者的資料	本基金適合尋求股票投資長期報酬且能承受高風險的投資者。	同左
投資目標	本基金的投資目標是獲取長期資本增值。	同左
投資策略	現行之投資策略將大致維持相同。以下為變更之摘要。	
	<p>本基金擬透過投資於全球市場（包括成熟市場及新興市場）發行人主動管理的股本證券組合，實現其投資目標。在揀選投資證券時，投資管理人尋求識別增長前景跑贏市場預期的公司及專注投資於受惠於或準備好受惠於長期增長趨勢的公司。</p> <p>在正常市況下，投資管理人預期本基金將至少維持其90%的資產投資於股本證券，而在任何情況下，本基金投資於該等證券的總額將不會少於於本基金資產的三分之二。儘管本基金可投資於任何一個國家或地區，其資產份額並無任何限制，但本基金對在新興市場國家註冊的發行人的證券作出的投資，預計不會超過本基金淨資產的30%。</p> <p>本基金可投資於普通股，包括首次公開發售、可轉換為普通股的證券、優先股、房地產投資信託公司（「房地產投資信託公司」）的股本證券、預託證券（包括美國預託證券及環球預託證券）、符合UCITS資格或屬於《二〇一〇年法律》第41(1)e條所界定的合資格UCI的交易所買賣基金（「交易所買賣基金」）以及金融衍生工具。</p>	<p>本基金投資於全球多類產業中可從創新中獲益的公司，尋求成長機會。</p> <p>投資經理綜合使用「由上而下」和「由下而上」的投資程序，目的是識別世界各地最有吸引力的證券，使之適用於我們廣泛的各類主題。本基金充分利用投資經理在全球基本面和定量分析方面的研究能力及其經濟學家的宏觀經濟見解，努力識別影響多重產業的長期趨勢。投資經理將評量此等趨勢在業務週期中對整個產業和個別公司的影響。投資經理擬透過這個程序識別關鍵投資主題，此等主題將成為基金投資組合的重點，但預計經過一段時間後此等主題會依投資經理的研究發生變化。</p> <p>除「由上而下」的主題投資法以外，投資經理還將使用「由下而上」的方法分析個別公司，注重於其未來盈餘增長、估價和公司管理層的品質。投資經理通常會考量世界各地約2,600間中到大型市值的公司，從中選擇投資對象。</p> <p>本基金投資於全球多類產業之公司發行的證券，目的是充分利用投資機會，同時應會降低風險。本基金既可投資於多個已開發和新興市場國家，也可投資於任何一個國家發行人發行的證券，並無限制。本基金投資於某一特定國</p>

		<p>家的公司所發行證券的資產或以某一特定貨幣計值的資產的比例，會根據投資經理對該等證券的增值潛力的評估而調整。本基金可投資於任何公司和產業，以及具備資本增值潛力的任何證券類別，只要遵照投資限制即可。本基金既投資於知名度高、根基好的公司，也投資於新創業、規模較小或歷練不足的公司。</p> <p>較之於知名度高、根基好的公司，投資於新創業、規模較小或歷練不足的公司，報酬或會較高，但風險也更大。本基金還可投資於綜合性外國股票、封閉型不動產投資信託和零票息債券等可轉讓證券。通常，本基金投資於大約60至80間公司。</p> <p>本基金主要投資於在認可的證券交易所上市或在監管市場（見附錄A）買賣的股本或股本相關證券。本基金亦可投資於可轉換中期債券和可轉換長期債券。</p> <p>本基金於任何一個國家或地區的投資佔總資產的比例均無任何限制。本基金有意分散投資風險，並期望投資於在已發展國家與新興市場國家註冊的發行人的股本證券。投資經理將全權酌情釐定組成「新興市場國家」的國家。新興市場國家一般為全球金融界認為屬於發展中國家的國家，包括不時列入摩根士丹利國際資本新興市場指數SM（旨在衡量全球新興市場股市表現的自由浮動調整市值指數）的國家。投資經理就某個國家是否屬新興市場國家而作出的決定，可不時作出變動。</p> <p>投資經理將在任何時候將本基金至少80%的總資產投資於股本及股本相關的證券，且在任何情況下，本基金投資於此等證券的總資產將不會少於本基金總資產的三分之二。</p>
	<p>貨幣管理。 本基金可利用貨幣管理技術避險貨幣風險或提供較相關股票持倉為多的投資機會。</p>	<p>貨幣策略說明 投資經理將採用貨幣分離管理策略。該策略涉及基金各類貨幣風險的調整，以便考量基金基準貨幣和其他貨幣的風險報酬前景。因此投資經理可在任何時候根據其研究顯示的可能預期報酬和風險特點調整基金的貨幣風險。</p> <p>投資經理的貨幣分離管理策略可能透過某些貨幣相關衍生性金融商品交易實現，如遠期匯兌合約、貨幣期貨、貨幣選擇權、貨幣期貨選擇權和貨幣交換選擇權，旨在保障基金不受貨幣的負面影響和/或根據不同貨幣的風險報酬前景尋求積極投資機會。當投資經理的研究顯示某種貨幣可能提供有吸引力的報酬，此等金融工具也可用於增加基金對該貨幣的持有量，使基金持有的這種貨幣超過基金以該貨幣計價的證券價值（有時基金的證券組合中沒有以該貨幣計價的證券）。</p> <p>在這種貨幣分離管理的架構內，投資經理將控制基金的貨幣風險以確保選股始終是基金投資績效的主要動力，並努力確保貨幣風險與此等貨幣預期帶來的報酬機會相匹配。</p>

	<p>金融衍生工具。投資管理人實施本基金投資策略時，或會使用衍生產品和策略。此等金融衍生工具（包括場外市場衍生工具和交易所買賣金融衍生工具）可能包括但不限於期權、期貨、遠期及掉期，包括股本證券及貨幣交易，以及「本地存取產品」（如股權連結票據、參與票據和權證）。該等金融衍生工具主要(i)用作直接投資於相關投資的替代性投資及(ii)用於避險股票市場風險、特定發行人風險和貨幣波動。</p>	<p>使用衍生性金融商品投資經理可使用在交易所和店頭市場買賣的金融衍生性商品，如證券選擇權、證券指數選擇權、期貨、遠期和交換合約、遠期匯兌合約、貨幣期貨、貨幣選擇權、貨幣期貨選擇權和貨幣交換選擇權，達到有效基金管理和避險或投資的目的。</p>
	<p>缺乏流動性。本基金最多可投資淨資產的10%於非活躍市場的證券。見第II部分附錄A「投資限制」第(5)段。因此，本基金可能會難以隨時出售該等證券。此外，轉售該等證券可能有合約限制。</p>	同左
	<p>防禦型部位——持有現金或現金等價物。作為暫時性的防守策略或為準備資金贖回證券或在預計不同國際市場追加投資，本基金可持有現金或現金等價物及短期固定收益證券（包括貨幣市場工具）。</p>	同左
槓桿	本基金的預期槓桿水平預計將為其淨資產價值的0%至50%之間。	本基金的預期槓桿水平預計將為其淨資產價值的0%至100%之間。
風險度量	本基金的全球風險乃根據相對VaR方法計算，據此本基金的VaR不得超過參考基準VaR的兩倍。就此而言，本基金的參考基準為摩根士丹利世界指數。	本基金的全球風險乃根據相對VaR方法計算，據此本基金的VaR不得超過參考基準VaR的兩倍。就此而言，本基金的參考基準為摩根士丹利所有國家世界指數。
截止時間	美國東部時間下午4:00	<p>美國東部時間各營業日下午4:00（美元計價受益憑證級別）</p> <p>歐洲中部時間各營業日下午6:00（貨幣避險受益憑證級別）</p>
結算日	紐約證券交易所及盧森堡的銀行均開放營業的每一日。	同左
會計年度終了日	8月31日	5月31日
管理公司	聯博（盧森堡）公司(AllianceBernstein (Luxembourg) S.à r.l.)	同左
投資經理	聯博資產管理公司(AllianceBernstein L.P.)	同左
保管機構及行政代理人	Brown Brothers Harriman (Luxembourg) S.C.A.	同左
註冊處及過戶代理	聯博（盧森堡）公司(AllianceBernstein (Luxembourg) S.à r.l.)	同左

會計師	Ernst & Young S.A.	同左
註冊市場	奧地利、巴林、芬蘭、法國、德國、香港、冰島、義大利、日本 ¹ 、南韓、荷蘭、挪威、葡萄牙、新加坡、西班牙、瑞典、瑞士、台灣。	奧地利、巴林、芬蘭、法國、德國、香港、冰島、義大利、 日本 ¹ 、南韓、荷蘭、挪威、 葡萄牙 ² 、新加坡、西班牙、瑞典、瑞士、台灣。
於台灣之風險報酬等級及原因 (依據中華民國證券投資信託暨顧問商業同業公會基金風險報酬等級分類標準)	本基金為股票型基金，主要投資於全球已開發市場股票，故本基金風險報酬等級為RR3。	本基金為股票型基金，主要投資於全球股票，故本基金風險報酬等級為RR4。

¹ 接收子基金將不會在日本銷售，因此並不會在生效日於日本註冊。

² 註冊程序現正進行中，該程序將於生效日完成。

附表 II

被移轉基金中受益憑證級別及接收方基金中受益憑證級別之具體特徵（包括費用）比較

	聯博—全球 成長趨勢基 金	聯博—前瞻 主題基金	聯博—全球 成長趨勢基 金	聯博—前瞻主 題基金
級別	A	AX	B	BX
首次手續費	最高為 6.25%	最高為 6.25%	無	無
管理費 ³	1.70% 1.50%	1.70% 1.50%	1.70% 1.50%	1.70% 1.50%
管理公司費用	0.10%	0.05%	0.10%	0.05%
行政管理人、保管 機構及過戶代理費 用	最高為每年 1.00%	最高為每年 1.00%	最高為每年 1.00%	最高為每年 1.00%
分銷費	無	無	1.00%	1.00%
或有遞延銷售費	無	無	持有 0-1年=4.0% 1-2年=3.0% 2-3年=2.0% 3-4年=1.0% 4+年=0%	持有 0-1年=4.0% 1-2年=3.0% 2-3年=2.0% 3-4年=1.0% 4+年=0%
總開支比率上限	無	無	無	無
綜合風險與報酬評 級(SRRI)	6	6	6	6

³ 除了 S1, SIX 及 SD 月配級別 以外之受益憑證級別，此處所列之連續費用層級適用於(1)子基金淨資產之前 \$1,250,000,000 及(2)子基金淨資產超過\$1,250,000,000 之數額。

附表 II (續)

被移轉基金中受益憑證級別及接收方基金中受益憑證級別之具體特徵（包括費用）比較

	聯博—全球 成長趨勢 基金	聯博—前 瞻主題基 金	聯博—全球 成長趨勢基 金	聯博—前 瞻主 題基金
級別	C	CX	I	IX
首次手續費	無	無	最高為 1.50%	最高為 1.50%
管理費 ⁴	2.15% 1.95%	2.15% 1.95%	0.90% 0.70%	0.90% 0.70%
管理公司費用	0.10%	0.05%	0.10%	0.05%
行政管理人、保管 機構及過戶代理費 用	最高為每 年 1.00%	最高為每 年 1.00%	最高為每年 1.00%	最高為每年 1.00%
分銷費	無	無	無	無
或有遞延銷售費	持有 0-1年 =1.0% 此後 0%	持有 0-1年 =1.0% 此後 0%	無	無
總開支比率上限	無	無	無	無
綜合風險與報酬評 級(SRRI)	6	6	6	6

	聯博—全球 成長趨勢基 金	聯博—前 瞻主 題基金	聯博—全球 成長趨勢基 金	聯博—前 瞻主 題基金
級別	S1	S1X	SD	SD
首次手續費	無	無	無	無
管理費 ⁵	0.70%	0.70%	無	無
管理公司費用	\$50K 或 0.01%	\$50K 或 0.01%	\$50K 或 0.01%	\$50K 或 0.01%
行政管理人、保管 機構及過戶代理費 用	最高為每年 1.00%	最高為每年 1.00%	最高為每年 1.00%	最高為每年 1.00%
分銷費	無	無	無	無
或有遞延銷售費	無	無	無	無
總開支比率上限	0.85%	0.85%	0.15%	0.15%
綜合風險與報酬評 級(SRRI)	6	6	6	6

⁴ 除了 S1, S1X 及 SD 月配級別 以外之受益憑證級別，此處所列之連續費用層級適用於(1)子基金淨資產之前 \$1,250,000,000 及(2)子基金淨資產超過\$1,250,000,000 之數額。

⁵ 除了 S1, S1X 及 SD 月配級別 以外之受益憑證級別，此處所列之連續費用層級適用於(1)子基金淨資產之前 \$1,250,000,000 及(2)子基金淨資產超過\$1,250,000,000 之數額。

AllianceBernstein (Luxembourg) S.à r.l.
Société à responsabilité limitée
2-4, rue Eugène Ruppert
L-2453 Luxembourg
R.C.S. Luxembourg B 34 405

Notice to Shareholders of
AB FCP I – Global Growth Trends Portfolio
Merger of the
AB FCP I – Global Growth Trends Portfolio
into the AB SICAV I – Thematic Research Portfolio

28 July 2016

Dear Shareholder,

The purpose of this letter is to inform you that the board of managers (the “**Board of Managers**”) of AllianceBernstein (Luxembourg) S.à r.l. (the “**Management Company**”), a *société à responsabilité limitée* organized under the laws of the Grand Duchy of Luxembourg, in its capacity as management company of AB FCP I, a *fonds commun de placement* organized under the laws of the Grand Duchy of Luxembourg (the “**Fund**”) has decided to merge (the “**Merger**”) the **AB FCP I – Global Growth Trends Portfolio** (the “**Transferring Portfolio**”) into the **AB SICAV I – Thematic Research Portfolio** (the “**Receiving Portfolio**”).

The Merger will become effective on 28 October 2016 (the “**Effective Date**”).

1. Rationale and Background of the Merger

The Board of Managers believes that transferring all the assets and liabilities of the Transferring Portfolio into the Receiving Portfolio may (i) increase efficiency and reduce certain expenses by consolidating investment and administrative operations with those of the Receiving Portfolio, and (ii) be in the interest of shareholders on the basis of spreading costs among a larger asset base. In addition, shareholders may potentially benefit from new global distribution opportunities and therefore from a larger potential for increase in net assets.

For these reasons, the Board of Managers has determined that the contemplated Merger is in the long-term best interests of shareholders of the Transferring Portfolio (the “**Shareholders**”).

2. Possible impact of the Merger on the Shareholders

2.1 Investment policy and related risks

The investment policies of the Transferring Portfolio and of the Receiving Portfolio according to their current prospectuses are substantially similar. As set forth in the prospectuses, the investment objectives of the Transferring Portfolio and of the Receiving Portfolio are to achieve attractive long-term returns through investment in a portfolio of equity securities in developed countries as well as emerging market countries. The Receiving Portfolio’s investment manager expects that the Receiving Portfolio will maintain an exposure to equity securities and equity-related securities equal to at least 80% of its total assets.

As the portfolios of the Transferring and the Receiving Portfolio are already similar, a rebalance of the Transferring Portfolio may not be required.

According to the prospectuses, the risk profiles of the Transferring Portfolio and the Receiving Portfolio are also comparable.

The synthetic risk and reward indicator (“**SRRI**”) remains the same.

For a more detailed description of the Receiving Portfolio investment policy as described in its prospectus as well as a description of its risk profile please refer to Appendix I.

2.2 Migration of Share Classes

The Merger shall take place by allocation of the assets and liabilities of the Transferring Portfolio to the Receiving Portfolio on the Effective Date.

AB SICAV I will issue to the shareholders of the Transferring Portfolio, for the shares of the class of shares that they hold in the Transferring Portfolio, an equal number of shares in the Receiving Portfolio on the Effective Date. The initial net asset value (“NAV”) per share of the Receiving Portfolio will match the NAV per share of the Transferring Portfolio on the day of the Merger and therefore, the number of shares that shareholders of the Transferring Portfolio will be allocated in the Receiving Portfolio will correspond to the number of shares of the Transferring Portfolio prior to the Merger.

There are no existing shareholders in the relevant share classes of the Receiving Portfolio as these will be launched upon the Merger.

Shareholders in the Transferring Portfolio will receive shares in the Receiving Portfolio with the same attributes as their current shares, excepting a lower fee where applicable, as discussed in section 2.3 below.

Transferring Portfolio	Receiving Portfolio
Class A	Class AX
Class B	Class BX
Class C	Class CX
Class I	Class IX
Class S1	Class S1X
Class SD	Class SD

Please refer to Appendix II for more complete details on the attributes of the share class you will be allocated in the Receiving Portfolio after the Merger.

2.3 Fees and Expenses

Overall, the fees of the Receiving Portfolio will be the same or lower than the fees of the Transferring Portfolio.

All shareholders will benefit from the lower management company fee of the Receiving Fund, except shareholders of class S1 and SD shares, which shares will have the same fee levels in the Receiving Portfolio.

Apart from these changes, the share classes in the Receiving Portfolio are identical to those in the Transferring Portfolio.

For a detailed description of the applicable fees in the Receiving Portfolio, please refer to Appendix II.

2.4 Tax impact

The Merger will not subject the Transferring Portfolio or the Receiving Portfolio to taxation in Luxembourg. Investors may however be subject to taxation in their tax domiciles or other jurisdictions where they pay taxes.

As tax laws differ widely from country to country, we recommend that you consult your tax advisers as to the tax implications of the Merger specific to your individual case.

3. Shareholder's Rights

If you do not wish to receive the new shares of the Receiving Portfolio, you will be authorized (i) to request the exchange of your shares free of charge for the same share class of another AB-sponsored Luxembourg-domiciled UCITS fund registered in their jurisdiction or otherwise available through an AB authorized distributor in the country in which you reside; or (ii) to redeem your shares free of charge (but subject to any contingent deferred sales charge, if applicable to your shares) until the relevant cut-off time on 21 October 2016.

On the Effective Date, all Shareholders who have not requested redemption or conversion of their shares up until the Cut-Off Point (as defined below) will receive a number of shares of the corresponding class of shares in the Receiving Portfolio (as detailed above in section 2.2.). The specific features of the relevant share classes of the Receiving Portfolio are set out in Appendix II.

Please refer to Appendix I for the principal differences between the Transferring Portfolio and the Receiving Portfolio as disclosed in their respective prospectuses.

4. Terms of the Merger

Shareholders should note that new subscriptions into the Transferring Portfolio will be accepted until the relevant cut-off time on 21 October 2016 (the “**Cut-Off Point**”). Requests for redemption or conversion into other eligible share classes of other AB-sponsored funds will be accepted up until the Cut-Off Point (without any redemption or conversion charge).

Therefore, Shareholders who do not agree with the Merger may request redemption or conversion of their Shares up until the Cut-Off Point.

After the Cut-Off Point, dealing in the Transferring Portfolio will be suspended until the Effective Date inclusive.

The first dealing day of the Receiving Portfolio after the Effective Date will be 31 October 2016.

On the Effective Date, all assets and liabilities of the Transferring Portfolio will be transferred to the Receiving Portfolio.

Shares in the Transferring Portfolio will be cancelled and Shareholders will be issued shares in the Receiving Portfolio, which will be issued in registered form with fractions.

Any accrued income relating to the Transferring Portfolio and its share classes at the time of the Merger will be accounted for an on-going basis after the Merger in the NAV per share for the Receiving Portfolio and its share classes.

All outstanding liabilities of the Transferring Portfolio will be determined on the Effective Date. Generally, these liabilities comprise fees and expenses which have accrued and are or will be reflected in the net asset value per share. Any additional liabilities incurred after the Effective Date will be borne by the Receiving Portfolio.

The legal, advisory and administrative costs associated with the completion of the Merger will be borne

by the Management Company.

5. Additional Information

Registration

Shareholders are advised that the Receiving Portfolio will be registered on the Effective Date in each of the countries in which the Transferring Portfolio is currently registered for public distribution of its shares, **except Japan**. Shareholders should note that the Receiving Portfolio will not be offered in Japan and therefore, will not be registered in Japan on the Effective Date.

Availability of Documents

Copies of the report of the depositary and the report of the auditor regarding this operation, the latest annual report and semi-annual report of AB SICAV I as well as the current prospectus of AB SICAV I may be obtained upon request, free of charge, at the registered office of the Management Company.

Contact information

How to get more information. If you have questions about the Merger, please contact your financial adviser or a client service analyst at an AllianceBernstein Investor Services service center:

Europe/Middle East +800 2263 8637 or +352 46 39 36 151 (9:00 a.m. to 6:00 p.m. CET).

Asia-Pacific +800 2263 8637 or +65 62 30 2600 (9:00 a.m. to 6:00 p.m. SGT).

Americas +800 2263 8637 or +800 947 2898 or +1 212 823 7061 (8:30 a.m. to 5:00 p.m. US EST).

Yours sincerely,

**The Board of Managers of
AllianceBernstein (Luxembourg) S.à r.l.**

Appendix I

Comparison of the main features of the Transferring Portfolio and the Receiving Portfolio

	AB FCP I – Global Growth Trends Portfolio Base currency: USD	AB SICAV I – Thematic Research Portfolio Base currency: USD
Legal Form	Contractual type (FCP – <i>Fonds Commun de Placement</i>)	Corporate type (SICAV – <i>Société d'Investissement à Capital Variable</i>) NB: By receiving the new shares of the Receiving Portfolio, you will become a shareholder of AB SICAV I and you will be entitled to participate in and vote at the shareholders' general meeting. Shareholders decide in a variety of matters, including but not limited to, the appointment or revocation of the members of the board of directors, the granting of discharge to the directors, the approval of the annual accounts and the liquidation of the company, being AB SICAV I.
Type of Fund	Undertaking for Collective Investment in Transferable Securities (UCITS)	Undertaking for Collective Investment in Transferable Securities (UCITS)
Share Classes	See Appendix II	See Appendix II
Investor Profile	The Portfolio will suit higher risk-tolerant investors seeking the longer-term rewards of equity investment.	Same
Investment Objective	The Portfolio's investment objective is long term growth of capital.	Same
Investment Policies	The Investment Policies currently in use will remain substantially similar. Below is a summary of the changes.	
	The Portfolio seeks to achieve its investment objective by investing in an actively managed portfolio of equity securities of issuers from markets around the world, including developed markets as well as emerging markets. In selecting securities for investment, the Investment Manager seeks to identify companies whose growth potential appears likely to outpace market expectations and focus investments on companies exposed to or poised to benefit from secular growth trends. The Investment Manager expects that, under normal market conditions, the Portfolio will maintain investment exposure equal to at least 90% of its assets in equity securities, and in no case will the amount of the Portfolio's exposure in such securities be	The Portfolio pursues opportunistic growth by investing in a global universe of companies in multiple industries that may benefit from innovation. The Investment Manager employs a combination of "top-down" and "bottom-up" investment processes with the goal of identifying the most attractive securities worldwide, fitting into our broader themes. Drawing on the global fundamental and quantitative research capabilities of the Investment Manager, and its economists' macro-economic insights, the Portfolio's investment strategy seeks to identify long-term trends that will affect multiple industries. The Investment Manager will assess the effects of these trends, in the context of the business cycle, on entire industries and on individual

	<p>less than 2/3 of its assets. The Portfolio's investments in securities of issuers domiciled in emerging market countries are not expected to exceed 30% of the Portfolio's net assets, though the Portfolio is not subject to any limitation on the portion of its assets that may be invested in any one country or region.</p> <p>The Portfolio may invest in common stocks, including IPOs and securities convertible into common stock, preferred stocks, the equity securities of real estate investments trusts ("REITs"), depositary receipts (including ADRs and GDRs), and exchange-traded funds ("ETFs") qualified as UCITS or eligible UCI within the meaning of Article 41(1)e) of the Law of 2010, as well as financial derivative instruments.</p>	<p>companies. Through this process, the Investment Manager intends to identify key investment themes, which will be the focus of the Portfolio's portfolio and which are expected to change over time based on the Investment Manager's research.</p> <p>In addition to this "top-down" thematic approach, the Investment Manager will also use a "bottom-up" analysis of individual companies that focuses on prospective earnings growth, valuation and quality of company management. The Investment Manager normally considers a universe of approximately 2,600 mid- to large-capitalization companies worldwide for investment.</p> <p>The Portfolio invests in securities issued by global companies from multiple industry sectors in an attempt to maximize opportunity, which should also tend to reduce risk. The Portfolio invests in both developed and emerging market countries and may invest without limit in securities of issuers in any one country. The percentage of the Portfolio's assets invested in securities of companies in a particular country or denominated in a particular currency varies in accordance with the Investment Manager's assessment of the appreciation potential of such securities. The Portfolio may invest in any company and industry and in any type of security to the extent permitted by the investment restrictions, with potential for capital appreciation. It invests in well-known, established companies as well as new, smaller or less-seasoned companies.</p> <p>Investments in new, smaller or less-seasoned companies may offer more reward but may also entail more risk than is generally true of larger, established companies. The Portfolio may also invest in transferable securities such as synthetic foreign equity securities, close-ended real estate investment trusts and zero coupon bonds. Normally, the Portfolio invests in about 60-80 companies.</p> <p>The Portfolio invests primarily in equity securities which are either listed on a recognized stock exchange or dealt in or on a regulated market (as described in Appendix A). The Portfolio may also invest in convertible notes or convertible bonds.</p> <p>The Portfolio is not subject to any limitation on the portion of its total assets that may be invested in any one country or region. The Portfolio intends to spread investment risk and expects to invest in equity securities of issuers domiciled in both developed and emerging market countries. The Investment Manager, in its discretion, will determine which countries constitute "emerging market countries." In general, emerging market countries will be countries considered by the global financial</p>
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		<p>community to be developing countries, including countries from time to time included in the MSCI Emerging Markets IndexSM, a free float-adjusted market capitalization index designed to measure equity market performance in the global emerging markets. The Investment Manager's determination of which countries constitute emerging market countries may change from time to time.</p> <p>The Investment Manager expects that at any time at least 80% of the Portfolio's total assets will be invested in equity and equity-related securities, and in no case will the amount of the Portfolio's total assets invested in such securities be less than 2/3 of the Portfolio's total assets.</p>
	<p>Currency Management. The Portfolio may utilize currency management techniques to hedge currency exposure or provide exposure greater than that provided by the underlying equity positions.</p>	<p>Description of Currency Strategy. The Investment Manager will employ a currency overlay strategy. This strategy involves the adjustment of the Portfolio's various currency exposures to take into account the risk and return outlook of both the Portfolio's base currency and of other currencies. Accordingly, at any time, the Investment Manager may adjust the Portfolio's currency exposures depending on the expected return and risk characteristics which its research indicates those currencies are likely to offer.</p> <p>The Investment Manager's currency overlay strategy may be implemented through transactions in certain currency-related derivative instruments, such as forward foreign currency exchange contracts, currency futures, currency options, options on currency futures and currency swaps, intended to protect the Portfolio against adverse currency effects and/or to seek active investment opportunities based on the risk and return outlook of different currencies. Such instruments may also be employed to increase the Portfolio's exposure to a particular currency such that the Portfolio's exposure to that currency exceeds the value of the Portfolio's securities denominated in that currency (including on occasion cases where the Portfolio's investment portfolio includes no securities denominated in that currency) when the Investment Manager's research indicates that that currency is likely to offer an attractive return.</p> <p>Within this currency overlay strategy framework, the Investment Manager will control the Portfolio's currency exposures in order to ensure that stock selection remains the main driver of the Portfolio's investment returns and in order to seek to ensure that the risk arising from those currency exposures is proportionate to the expected return opportunities they offer.</p>
	<p>Financial Derivative Instruments. The</p>	<p>Use of Derivatives. The Investment Manager</p>

	Investment Manager may use derivative products and strategies when implementing the Portfolio's investment strategy. Such financial derivative instruments (including OTC and exchange-traded financial derivative instruments) may include, but are not limited to, options, futures, forwards and swaps, including transactions on equity securities and currencies, as well as "local access products" (such as equity linked certificates, participation notes and warrants). These financial derivative instruments will be predominantly employed (i) as an alternative to investing directly in the underlying investments and (ii) to hedge against equity markets risk, specific issuer risk and currency fluctuations.	may use exchange-traded and OTC financial derivative instruments, such as for example, options on securities, options on securities indices, futures, forwards and swaps, forward foreign currency exchange contracts, currency futures, currency options, options on currency futures and currency swaps for efficient portfolio management, hedging or investment purposes.
	Lack of Liquidity. The Portfolio may invest up to 10% of its net assets in securities for which there is no ready market. See paragraph (5) of "Investment Restrictions" in Appendix A to Section II. The Portfolio may therefore not be readily able to sell such securities. Moreover, there may be contractual restrictions on the resale of such securities.	Same
	Defensive Position – Holding Cash or Cash Equivalents. The Portfolio may hold cash or cash equivalents and short-term fixed-income securities, including money market instruments, as a temporary defensive measure or to provide for redemptions or in anticipation of investment in various international markets.	Same
Leverage	The expected level of leverage of the Portfolio is estimated to be in the 0% to 50% range of its NAV.	The expected level of leverage of the Portfolio is estimated to be in the 0% to 100% range of its NAV.
Risk Measurement	The global exposure of the Portfolio is measured by the relative VaR methodology pursuant to which the VaR of the Portfolio may not exceed twice the VaR of a reference benchmark. For these purposes, the Portfolio's reference benchmark is the MSCI World.	The global exposure of the Portfolio is measured by the relative VaR methodology pursuant to which the VaR of the Portfolio may not exceed twice the VaR of a reference benchmark. For these purposes, the Portfolio's reference benchmark is the MSCI AC World.
Cut-Off Time	4:00 P.M. U.S. Eastern Time	4:00 P.M. U.S. Eastern Time (for USD denominated and GBP-denominated share classes) 6:00 P.M. Central European Time (for Currency Hedged share classes)
Valuation Day	Any day when both the New York Stock Exchange and Luxembourg banks are open for business.	Same

Fiscal Year End	31 August	31 May
Management Company	AllianceBernstein (Luxembourg) S.à r.l.	Same
Investment Manager	AllianceBernstein L.P.	Same
Depository & Administrator	Brown Brothers Harriman (Luxembourg) S.C.A.	Same
Registrar and Transfer Agent	AllianceBernstein (Luxembourg) S.à r.l.	Same
Auditor	Ernst & Young S.A.	Same
Registration Markets	Austria, Bahrain, Finland, France, Germany, Hong Kong, Iceland, Italy, Japan ¹ , South Korea, Netherlands, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, Taiwan	Austria, Bahrain, Belgium, Finland, France, Germany, Hong Kong, Iceland, Italy, Japan ¹ , South Korea, Netherlands, Norway, Portugal ² , Singapore, Spain, Sweden, Switzerland, Taiwan, United Kingdom
Risk Level in Taiwan and Reason based on the Classification of the Securities Investment Trust and Consulting Association	RR3 because the Portfolio is an equity fund which mainly invests in equity securities from developed markets around the world.	RR4 because the Portfolio is an equity fund which mainly invests in global equity securities.

¹ The Receiving Portfolio will not be offered in Japan and therefore will not be registered in Japan on the Effective Date.

² Currently in the process of registration, a process that will be finalised for the Effective Date.

Appendix II

Comparison of the main features (including fees) of the Transferring Portfolio's share classes and the Receiving Portfolio's share classes

	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio
Class	A	AX	B	BX
Initial Sales Charge	Up to 6.25%	Up to 6.25%	None	None
Management Fee ³	170% 1.50%	170% 1.50%	1.70% 1.50%	1.70% 1.50%
Management Company Fee	0.10%	0.05%	0.10%	0.05%
Administrator, Custodian and Transfer Agent Fees	Max. 1.00% per year	Max. 1.00% per year	Max 1.00% per year	Max 1.00% per year
Distribution Fee	None	None	1.00%	1.00%
CDSC	None	None	0-1 year held=4.0% 1-2 yrs=3.0% 2-3 yrs=2.0% 3-4 yrs=1.0% 4+ yrs=0%	0-1 year held=4.0% 1-2 yrs=3.0% 2-3 yrs=2.0% 3-4 yrs=1.0% 4+ yrs=0%
Total Expense Ratio Cap	None	None	None	None
SRRI	6	6	6	6

³ For all shares except class S1, S1X and SD, consecutive fee levels listed apply with respect to (1) the first \$1,250,000,000 of the net assets of the Portfolio and (2) the amount of the net assets of the Portfolio over \$1,250,000,000.

Appendix II (cont'd)

Comparison of the main features (including fees) of the Transferring Portfolio's share classes and the Receiving Portfolio's share classes

	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio
Class	C	CX	I	IX
Initial Sales Charge	None	None	Up to 1.50%	Up to 1.50%
Management Fee ⁴	2.15% 1.95%	2.15% 1.95%	0.90% 0.70%	0.90% 0.70%
Management Company Fee	0.10%	0.05%	0.10%	0.05%
Administrator, Custodian and Transfer Agent Fees	Max 1.00% per year	Max 1.00% per year	Max 1.00% per year	Max 1.00% per year
Distribution Fee	None	None	None	None
CDSC	0-1 year held=1.0% thereafter 0%	0-1 year held=1.0% thereafter 0%	None	None
Total Expense Ratio Cap	None	None	None	None
SRRI	6	6	6	6

	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio	AB FCP I – Global Growth Trends Portfolio	AB SICAV I – Thematic Research Portfolio
Class	S1	S1X	SD	SD
Initial Sales Charge	None	None	None	None
Management Fee ⁴	0.70%	0.70%	None	None
Management Company Fee	\$50K or 0.01%	\$50K or 0.01%	\$50K or 0.01%	\$50K or 0.01%
Administrator, Custodian and Transfer Agent Fees	Max 1.00% per year	Max 1.00% per year	Max 1.00% per year	Max 1.00% per year
Distribution Fee	None	None	None	None
CDSC	None	None	None	None
Total Expense Ratio Cap	0.85%	0.85%	0.15%	0.15%
SRRI	6	6	6	6

⁴ For all shares except class S1, S1X and SD, consecutive fee levels listed apply with respect to (1) the first \$1,250,000,000 of the net assets of the Portfolio and (2) the amount of the net assets of the Portfolio over \$1,250,000,000.

