

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>BANK OF AMERICA CORP /DE/</u> (Last) (First) (Middle) <u>BANK OF AMERICA CORPORATE CENTER</u> <u>100 NORTH TRYON STREET</u> (Street) <u>CHARLOTTE</u> <u>NC</u> <u>28255</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALLIANCEBERNSTEIN NATIONAL</u> <u>MUNICIPAL INCOME FUND [AFB]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>09/07/2023</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Variable Rate MuniFund Term Preferred Shares	09/07/2023		J ⁽¹⁾ X ⁽²⁾		3,531	D ⁽¹⁾	(1)	5,754	I	By Subsidiary ⁽²⁾⁽³⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person * <u>BANK OF AMERICA CORP /DE/</u> (Last) (First) (Middle) <u>BANK OF AMERICA CORPORATE CENTER</u> <u>100 NORTH TRYON STREET</u> (Street) <u>CHARLOTTE</u> <u>NC</u> <u>28255</u> (City) (State) (Zip)	1. Name and Address of Reporting Person * <u>Banc of America Preferred Funding Corp</u> (Last) (First) (Middle) <u>214 NORTH TRYON STREET</u> (Street) <u>CHARLOTTE</u> <u>NC</u> <u>28255</u> (City) (State) (Zip)
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Explanation of Responses:

1. The variable rate munifund term preferred shares (the "VMTP Shares") shown reported as disposed of in Table I represent VMTP Shares (Series 2018) of the Issuer (CUSIP No. 01864U502) that were beneficially owned by Banc of America Preferred Funding Corporation ("PFC"). The VMTP Shares (Series 2018) were disposed of as a result of a transfer coordinated by the Issuer to a subsequent owner who is unaffiliated with PFC for a purchase price equal to \$25,042.38356 per share (which includes a liquidation preference of \$25,000 per share and accrued dividends of \$42.383563 per share). PFC also owns 5,754 VMTP Shares (Series 2019) previously acquired and reported on prior to the date of this filing (CUSIP No. 01864U601). PFC is a wholly owned subsidiary of Bank of America Corporation.
2. This statement is jointly filed by BAC and PFC. BAC held an indirect interest in the securities listed in Table I by virtue of its indirect ownership of PFC.
3. Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is agreeing to act together with any other person) as a partnership, limited partnership, syndicate or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or (ii) a member of any group with respect to the Issuer or any securities of the Issuer.

Remarks:

Exhibits Index Exhibit 99.1 - Joint Filing Agreement Exhibit 99.2 - Joint Filer Information

[BANK OF AMERICA](#)
[CORPORATION By: /s/ Michael](#) [09/18/2023](#)
[Jentis](#)
[BANC OF AMERICA](#)
[PREFERRED FUNDING](#)
[CORPORATION By: /s/ Michael](#) [09/18/2023](#)
[Jentis](#)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

JOINT FILING AGREEMENT

Pursuant to and in accordance with the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and the rules and regulations thereunder, each party hereto hereby agrees to the joint filing, on behalf of each of them, of any filing required by such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, restatement, supplement, and/or exhibit thereto) with the Securities and Exchange Commission (and, if such security is registered on a national securities exchange, also with the exchange), and further agrees to the filing, furnishing, and/or incorporation by reference of this agreement as an exhibit thereto. This agreement shall remain in full force and effect until revoked by any party hereto in a signed writing provided to each other party hereto, and then only with respect to such revoking party.

IN WITNESS WHEREOF, each party hereto, being duly authorized, has caused this agreement to be executed and effective as of the date set forth below.

Date: September 18, 2023

BANK OF AMERICA CORPORATION

By: /s/ Michael Jentis

Name: Michael Jentis

Title: Attorney-in-fact

BANC OF AMERICA PREFERRED FUNDING CORPORATION

By: /s/ Michael Jentis

Name: Michael Jentis

Title: Authorized Signatory

JOINT FILER INFORMATION

Item		Information
Name:		Banc of America Preferred Funding Corporation
Address:		214 North Tryon Street Charlotte, North Carolina 28255
Date of Event Requiring Statement (Month/Day/Year):		September 7, 2023
Issuer Name and Ticker or Trading Symbol:		AllianceBernstein National Municipal Income Fund, Inc. [AFB]
Relationship of Reporting Person(s) to Issuer:		10% Owner
If Amendment, Date Original Filed (Month/Day/Year):		Not Applicable
Individual or Joint/Group Filing:		Form filed by More than One Reporting Person
Signature:		Banc of America Preferred Funding Corporation By: <u>/s/ Michael Jentis</u> Name: Michael Jentis Title: Authorized Signatory Date: September 18, 2023