

Brussels, 13 April 2006

The Board of Directors is pleased to invite you to attend the Extraordinary General Meeting of Shareholders of Fortis SA/NV to be held on

Thursday, 11 May 2006 at 5 PM

at Rue de la Chancellerie, 1
1000 Brussels

Referring to past experience, this meeting will not deliberate validly as it will not have the required quorum.

You will be informed on this matter on 6 May and will then be invited to the Ordinary and Extraordinary General Meetings of Fortis SA/NV as well as to the Annual General Meeting of Fortis N.V. to be held on

Wednesday, 31 May 2006

AGENDA

1. Opening

2. Authorized capital

- 2.1 Special report by the Board of Directors, prepared in accordance with Article 604, paragraph 2, and Article 607 of the Companies' Code.
- 2.1 Proposal to cancel the unused balance of the authorised capital existing at the date of the meeting, and to create a new authorised capital of one billion six hundred and twenty seven million nine hundred and twenty thousand euro (EUR 1.627.920.000) for a period of three years and to authorise the use of the authorised capital, in the event of a public takeover offer, for a period of three years.

Proposal therefore to amend Article 9 of the Articles of Association as follows:

- To replace the current text of point a) by the following text:
"Subject to the Twinned Share Principle, the board of directors is authorized to increase the share capital, in one or more operations, for up to a maximum amount of one billion six hundred and twenty seven million nine hundred and twenty thousand euro (EUR 1.627.920.000)."
- To replace in paragraph b) and c) the words "26 May 2006" by "31 May 2009".

3 Acquisition and Disposal of Fortis Units

Proposal

- 3.1 to authorise the Board of Directors of the company and the Boards of its direct subsidiaries for a period of 18 months starting after the end of the general meeting which will deliberate this point, to acquire Fortis Units, in which twinned Fortis SA/NV shares are incorporated, up to the maximum number authorised by Article 620 paragraph 1, 2° of the Companies' Code, for exchange values equivalent to the average of the closing prices of the Fortis Unit on Euronext Brussels and Euronext Amsterdam on the day immediately preceding the acquisition, plus a maximum of fifteen percent (15%) or minus a maximum of fifteen percent (15%);
- 3.2 to authorise the Board of Directors of the company and the Boards of its direct subsidiaries for a period of 18 months starting after the end of the general meeting which will deliberate this point, to dispose of Fortis Units, in which twinned Fortis SA/NV shares are incorporated, under the conditions it will determine.

4 Closure

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☞ Attendance to the meeting

Holders of registered shares, as well as holders of bearer shares which have already been deposited at the company's registered office, are requested to advise the company by **Friday 5 May 2006 at the latest** of their intention to take part in the meeting.

Holders of bearer shares are requested to deposit their shares at the company's registered office or at one of the banks mentioned below, for the same date :

Fortis Bank, Fortis Banque Luxembourg, ING, KBC Bank, Petercam

☞ Proxies

Shareholders wishing to be represented by other persons at the meeting are invited to use the proxy form (which does not constitute a "proxy request" or "public solicitation" within the meaning of Articles 548 and 549 of the Companies' Code) which may be obtained upon simple request at the company's registered office. Each proxy must reach the company's registered office by **Friday 5 May 2006 at the latest**.

☞ Available documents

Besides the proxy mentioned above, is also available at the company's registered office to all shareholders and to any interested third party, the Special Report by the Board of Directors, prepared in accordance with Article 604, paragraph 2, and Article 607 of the Companies' Code.

These documents can also be found on Internet : www.fortis.com, "Investor Relations" – "shareholdersmeeting".

☞ Further information

Shareholders wishing to obtain information relating to the modalities of attendance to the Meeting are invited to contact the Company.

Tel. 0032.(0)2.510 54 13
Fax. 0032.(0)2.510 56 31
E-mail : corporate.adm@fortis.com

The Board of Directors,



Maurice Lippens
Chairman