

Utrecht, 11 April 2003

The Board of Directors has the pleasure to invite you at the General Extraordinary Meeting of Shareholders of Fortis N.V. on

Thursday 8 May 2003 at 11 AM

Fortis Auditorium  
Archimedeslaan 6  
3584 BA Utrecht

**If this meeting should not have the required quorum, you will be invited to a new meeting of shareholders set on**

**Tuesday, 27 May 2003 at 2:30 PM**

### Agenda

1. **Opening**
2. **Appointment of a shareholder to adopt and co-sign the minutes of the meeting together with the Chairman**
3. **Amendment to the articles of association**

Proposal to amend Article 5 paragraph 1, as follows:

“The authorised capital of the company amounts to one billion seven hundred and thirty-eight million eight hundred thousand euro (EUR 1.738.800.000), divided into:

- a) Two billion seventy million (2.070.000.000) cumulative preference A shares, each with a nominal value of forty-two euro-cent (EUR 0.42)
- b) Two hundred and fifty million (250,000,000) cumulative preference B shares, each with a nominal value of forty-two euro-cent (EUR 0.42) and
- c) One billion eight hundred and twenty million (1.820.000.000) twinned shares, each with a nominal value of forty-two euro-cent (EUR 0.42).”

Proposal to authorise each member of the Board of Directors as well as each (applicant) notary and notarial paralegal assistant working at Stibbe in Amsterdam to request the certificate of non-objection from the Ministry of Justice for the amendment of the articles of association in question and the executing of the deed of amendment of the articles of association.

4. **Any other business and closure**

↵ **Attendance at the meeting**

Holders of registered shares are entitled to attend the meeting, but must advise Fortis N.V. of their intention to do so in writing **by Friday 2 May 2003 at the latest**.

Holders of bearer shares will be able to attend the general meeting if they have registered to do so. To this end, they should instruct their banks or brokers – ie, the institution whose administration identifies them as holders of said shares – to register them, in writing, with Fortis Bank in Amsterdam or Fortis Bank in Brussels **by Friday 2 May 2003 at the latest**. Their banks or brokers will be required to submit a statement certifying that the relevant shares held by the shareholder will remain on record in their administration until after the general meeting is closed.

↵ **Proxies**

Shareholders who can not attend the meeting personally, can be represented by a proxy using the proxy form which may be obtained upon simple request at the company's registered office. In that case, an additional condition for attending the meeting is that the proxy nomination, in writing, must be in the hands of the company **by Friday 2 May 2003**.

↵ **Further information**

For further information, please contact the Fortis secretaries' office.

Tel. 0031 30 278 3310

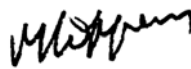
Fax 0031 30 257 7835

E-mail : [simone.delangen@fortis.com](mailto:simone.delangen@fortis.com)

The Board of Directors



Jaap Glasz  
Chairman



Maurice Lippens  
Chairman