

The Board of Directors is pleased to invite you to attend the Extraordinary General Meeting of Shareholders of Fortis N.V.

Preamble

Fortis – together with Royal Bank of Scotland and Banco Santander – intends to launch a public offer for 100% of the issued and outstanding share capital of ABN AMRO Holding N.V. via a jointly-owned company. Fortis N.V. and Fortis SA/NV will pay around EUR 24 billion (based on the undiluted number of shares), or 33.8% of the total transaction value of EUR 71.1 billion (based on the closing price of RBS shares on 25 May 2007).

Fortis N.V. and Fortis SA/NV intend to finance their part of the acquisition in part by jointly raising up to EUR 15 billion in new equity via a rights issue. Both Fortis SA/NV and Fortis N.V. will have to increase their authorised capital to facilitate the rights issue.

FORTIS HAS DECIDED TO CONVENE EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS ON 6 AUGUST 2007 TO ALLOW SHAREHOLDERS TO VOTE ON ITS PROPOSED OFFER FOR ABN AMRO AND ON THE RELATED INCREASE IN SHARE CAPITAL.

Given the legal and statutory formalities required for the approval of the different topics on the agenda, the following steps will be taken:

2 July Notice of Extraordinary General Meeting of Shareholders on 26 July 2007

Agenda: Amendment to the Articles of Association (capital – shares)

Reason for the notice: Required quorum pursuant to article 27b of the Articles of Association. If at least 50% of the issued and outstanding share capital is not represented at this Meeting, a second Meeting must be convened, which can then adopt the motion to amend the Articles of Association regardless of the percentage of capital represented.

In the past, the minimum percentage required has never been represented at the first meeting. The Meeting of 26 July 2007 will be held solely to confirm that the minimum required share capital is not represented and that the Meeting therefore cannot legally adopt the motion to amend the Articles of Association.

The second Meeting will be held on 6 August 2007.

13 July Notice of second Extraordinary General Meeting of Shareholders on 6 August 2007

Agenda:

- Amendment to the Articles of Association (*depends on notice of 20 July; see below*)
- Approval of bid for ABN AMRO

No special quorum of shareholders is required for this last decision .

By this date all documents relating to resolutions to be passed at the Meeting will be finalised and available.

20 July **Second notice of Extraordinary General Meeting of Shareholders on 6 August 2007**

Agenda: Same as above

Reason for the notice: To confirm that, based on the number of registrations for the EGM on 26 July (closing date 19 July), the Meeting will not achieve the required quorum and therefore cannot legally adopt the motion to amend the Articles of Association.

No special quorum of shareholders representing the required share capital is needed at the Meeting of 6 August in order to carry these motions.

AGENDA of the Extraordinary General meeting of Shareholders to be held on Thursday, 26 July 2007 at 3 PM, Archimedeslaan 6, 3584 BA Utrecht

1. Opening

2. Amendment to the Articles of Association

2.1 Section: CAPITAL – SHARES

Article 8: Authorized capital

Proposal to amend this article as follows (amendments underlined):

(Unofficial English translation)

“ The authorized capital of the Company shall amount to one billion nine hundred forty-eight million eight hundred thousand euros (EUR 1,948,800,000), divided into

- a) One billion eight hundred and twenty million (1,820,000,000) Preference Shares, each with a nominal value of forty-two eurocents (EUR 0.42); and*
- b) Two billion eight hundred and twenty million (2,820,000,000) Twinned Shares, each with a nominal value of forty-two eurocents (EUR 0.42)*

2.2 General provision

Proposal to authorize any and all members of the Board of Directors as well as any and all civil-law notaries, associates and paralegals practising with De Brauw Blackstone Westbroek to draw up the draft of the required notarial deed of amendment to the Articles of Association, to apply for the required ministerial declaration of no-objection, as well as to execute the notarial deed of amendment to the Articles of Association

3. Closure

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☞ **Terms of participation**

As in previous years, the sole purpose of this first Meeting will be to establish formally that it has not attained the required quorum and is thus unable to deliberate validly. Holders of registered or bearer shares who would like, nonetheless, to attend this first Meeting are invited to:

- Instruct, by Thursday 19 July 2007, their bank where the shares are registered to advise the company of their presence through one of the following banks: Fortis Bank in Amsterdam and Fortis Bank in Brussels.
- Send back a proxy to the company by the same date if they wish to be represented at the Meeting. A standard proxy form can be obtained free of charge at the Company's registered office by the shareholders

☞ **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, an explanatory note commenting item 2 on the agenda.

All documents relating to the Meeting can also be found on Internet starting from 3 July:

www.fortis.com (“Investor Relations”- “General meetings of shareholders”).

↳ **Further information**

Shareholders wishing to obtain information relating to the modalities of attendance to the Meeting, or have other queries, are invited to contact the Company.

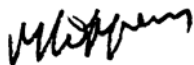
Tel. 0031 (0) 30 226 3655

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E-mail : company.secretariat@fortis.com

Utrecht, 2 July 2007

The Board of Directors,



Maurice Lippens
Chairman