

Extraordinary General Meeting of Shareholders of Fortis SA/NV
and
Extraordinary General Meeting of Shareholders of Fortis N.V.

to be held on 6 August 2007 in Brussels and Utrecht respectively

PROXY

If you wish to be represented at these meetings, you should return this proxy form to one of the addresses at the end of this document. The proxy for the General Meetings of 26 July 2007 is not valid for the General Meetings of Shareholders of 6 August 2007.

The undersigned

Surname, First name(s)/Organisation:

Address/ Registered Office:

holder of Fortis shares

DECLARES that he/she/it has been informed that:

1. The **Extraordinary General Meeting of Shareholders of Fortis SA/NV** will be held on **Monday, 6 August 2007 at 9.15 a.m.** at the Centre of Fine Arts (BOZAR), Rue Ravenstein, 23 at Brussels, and that,
2. The **Extraordinary General Meeting of Shareholders of Fortis N.V** will be held on **Monday, 6 August 2007 at 3.00 PM** at the Fortis premises, 3584 BA Utrecht, Archimedeslaan 6

WISHES to be represented at the aforementioned General Meetings and

GRANTS PROXY, with right of substitution, to:

Surname, first name (1):

Address:

(1) You are not required to specify a proxy. If you do not, Fortis will allocate you a proxy who will represent you at the General Meeting(s) and will cast your vote in the manner you have indicated.

If you do not indicate which way you wish to vote, it will be assumed that you are in favour of the proposed resolution.

TO REPRESENT HIM/HER/IT at the aforementioned Extraordinary General Meetings of Shareholders of Fortis SA/NV (2) and Fortis N.V. (2)

(2) As a shareholder of Fortis, you are a shareholder of Fortis SA/NV and of Fortis N.V., so you have the right to vote on the General Meetings of both companies, for the total number of shares in your possession.

We invite you to sign this authorization and to send it back with your voting instructions.

However, if you wish to be represented on one of both Meetings only, please cross out the name of the company which you do not wish to be represented on.

IN ORDER TO TAKE THE FLOOR AND TO VOTE on his/her/its behalf on all items of the AGENDA below:

Fortis SA/NV

2. 2. Approval of the proposed resolutions of the Board of Directors:

(i) to make a public offer to be launched by Fortis, Royal Bank of Scotland and Santander through a jointly owned company on 100% of the issued and outstanding share capital of ABN AMRO Holding N.V., and to thus acquire an economic interest in certain businesses of the ABN AMRO group; and

(ii) to subsequently acquire certain businesses of the ABN AMRO group from the jointly owned company;

all as described in detail in the Explanatory Note.

For

Against

Abstention

For

Against

Abstention

For

Against

Abstention

Fortis N.V.

2. 2. Approval of the proposed resolutions of the Board of Directors:

(i) to make a public offer to be launched by Fortis, Royal Bank of Scotland and Santander through a jointly owned company on 100% of the issued and outstanding share capital of ABN AMRO Holding N.V., and to thus acquire an economic interest in certain businesses of the ABN AMRO group; and

(ii) to subsequently acquire certain businesses of the ABN AMRO group from the jointly owned company;

all as described in detail in the Explanatory Note.

3. Amendment to the Articles of Association

3.1 Section: CAPITAL – SHARES

Article 8: Authorized capital

Proposal to amend this article as follows (amendments underlined) (unofficial 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).”*

3.2 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. Amendment to the Articles of Association

3.1 Special Report

Special report by the Board of Directors on the use and purpose of the authorized capital prepared in accordance with Article 604 of the Belgian Companies Code.

3.2 Section: CAPITAL – SHARES

Article 9: Authorized capital

- 3.2.1 Proposal to cancel the unused balance of the authorized capital existing at the date of the publication in the Belgian State Gazette of the amendment to the articles of association of the Company resolved by the Extraordinary General Meeting of Shareholders of 6 August 2007 and to merge the paragraphs a) and b) in one paragraph worded as follows: (unofficial translation)

For

Against

Abstention

“a) Subject to the Twinned Share Principle, the Board of Directors is authorized to increase the Company capital, in one or more transactions, with a maximum amount of one billion one hundred and forty-eight million one hundred and twelve thousand (1,148,112,000) euros. This authorization is granted to the Board of Directors for a period of 3 years starting on the date of the publication in the Belgian State Gazette of the amendment to the articles of association of the Company resolved by the extraordinary general meeting of shareholders of 6 August 2007.”

- 3.2.2 Proposal to include a new paragraph b) worded as follows: (unofficial translation)

For

Against

Abstention

“b) Furthermore, in the context of a public offer on, and the acquisition of certain businesses of, ABN AMRO Holding N.V., the Board of Directors is authorized to increase the Company capital, with a maximum amount of four billion six hundred and nine million five hundred and eighty-four thousand (4,609,584,000) euros. This additional authorization is granted to the Board of Directors until 31 March 2008 and will expire on that date if the Board of Directors has not partially or fully used it in the aforementioned context by such a date.”

- 3.2.3 Proposal to replace in paragraph c) the word “authorization” with the word “authorizations”.

For

Against

Abstention

3.3 General provision

Proposal to delegate authority to the Company Secretary, with power to sub-delegate, to coordinate the text of the Articles of Association in accordance with the decisions made.

For

Against

Abstention

Done at, on 2007

signature*

(*) Proxies written by a usufructuary or a bare owner are only valid jointly and when they are made up in the name of the same representative.

This document should arrive **on Monday 30 July 2007:**

Fortis SA/NV
Corporate Administration - 1WA2A
Rue Royale 20 - 1000 Brussels - Belgium
Tel. 0032.(0)2.565 54 18
Fax. 0032.(0)2.565 23 84
E-mail : corporate.adm@fortis.com

or

Fortis N.V.
Fortis Company Secretariat (U01.18.08)
Archimedeslaan 6, 3584 BA Utrecht – The Netherlands
Tel. 0031 (0) 30 226 3655
Fax 0031 (0) 30 226 9835
E-mail : company.secretariat@fortis.com