

Ordinary and Extraordinary General Meetings of Shareholders of Fortis SA/NV and

Annual General Meeting of Shareholders of Fortis N.V.

to be held on 29 April 2008 in Brussels and Utrecht respectively

REGISTRATION FORM AND PROXY

If you wish to attend and/or to be represented at these Meetings, you should return this Form to one of the addresses at the end of this document. The Form for the General Meetings of 11 April 2008 is not valid for the General Meetings of Shareholders of 29 April 2008.

Attention ! Fortis can only accept this form from shareholders, holders of physical shares or of shares deposited in a custody account, if it is provided with proof that your bank has blocked the shares in question

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 **Ordinary and Extraordinary General Meetings of Shareholders of Fortis SA/NV** will be held on **Tuesday, 29 April 2008 at 9.15 a.m.** at 1000 Brussel, rue de la Chancellerie 1, and that,
2. The **Annual General Meeting of Shareholders of Fortis N.V.** will be held on **Tuesday, 29 April 2008 at 3.00 PM** at the Fortis Building, 3584 BA Utrecht, Archimedeslaan 6

CONFIRM to wish to attend personally : (1)

YES NO The Ordinary and Extraordinary General Meetings of Shareholders of Fortis SA/NV

YES NO The Annual General Meeting of Shareholders of Fortis N.V.

WISHES to be represented on : (1)

YES NO The Ordinary and Extraordinary General Meetings of Shareholders of Fortis SA/NV and grants Proxy, with right of substitution, to:

Surname, first name (2):

Address:

YES NO The Annual General Meeting of Shareholders of Fortis N.V. and grants Proxy, with right of substitution, to

Surname, first name (2):

Address:

- (1) As a Fortis shareholder, you own shares in Fortis SA/NV and Fortis N.V., entitling you to attend and/or to be represented at General Meetings of Shareholders of both companies. In the event that you have not ticked one or other of the boxes indicating your intentions, it will be assumed that you wish to be represented at the Meetings of both companies.
- (2) You do not necessarily have to designate a proxy. In the event that you do not specify a particular person, Fortis will assign someone to represent you at the Meeting(s) and to cast your vote(s) in the manner you have specified. If you have not specified how you wish to vote, it will be assumed that you are in favour of the proposed resolutions.

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. Annual Report and Accounts, Dividend and Discharge****2.1 Annual Report and Accounts**

2.1.3 Discussion and proposal to approve the statutory annual accounts of the company for the financial year 2007

For Against Abstention

2.1.4 Approval of the profit appropriation of the company for the financial year 2006

For Against Abstention

2.2 Dividend

2.2.3 Proposal to adopt a gross dividend for the 2007 financial year of EUR 1.176 per Fortis Unit. As an interim dividend of EUR 0.70, equal to EUR 0.586 after adjustment with a coefficient of 0.83715, was paid in September 2007, the proposed final dividend amounts to EUR 0.59 per Fortis Unit, and will be payable as from 27 May 2008

For Against Abstention

2.3 Discharge

2.3.1 Proposal to discharge the members of the Board of Directors for the financial year 2007

For Against Abstention

2.3.2 Proposal to discharge the auditor for the financial year 2007

For Against Abstention

4. Appointments**Board of Directors**

4.1 Proposal to re-appoint:

4.1.1 Count Maurice Lippens, who is eligible and who is available for re-election, for a period of four years, until the close of the Ordinary General Meeting of Shareholders of 2012

For Against Abstention

4.1.2 Mr Jacques Manardo, who is eligible and who is available for re-election, for a period of three years, until the close of the Ordinary General Meeting of Shareholders of 2011

For Against Abstention

4.1.3 Mr Rana Talwar, who is eligible and who is available for re-election, for a period of three years, until the close of the Ordinary General Meeting of Shareholders of 2011

For Against Abstention

4.1.4 Mr Jean-Paul Votron, who is eligible and who is available for re-election, for a period of three years, until the close of the Ordinary General Meeting of Shareholders of 2011

For Against Abstention

4.2 Proposal to appoint Mr Louis Cheung Chi Yan for a period of three years, until the close of the Ordinary General Meeting of Shareholders of 2011

For Against Abstention

Fortis N.V.**2. Annual Report and Accounts, Dividend and Discharge****2.1 Annual Report and Accounts**

2.1.3 Discussion and proposal to adopt the statutory annual accounts of the company for the financial year 2007

2.2 Dividend

2.2.3 Proposal to adopt a gross dividend for the 2007 financial year of EUR 1.176 per Fortis Unit. As an interim dividend of EUR 0.70, equal to EUR 0.586 after adjustment with a coefficient of 0.83715, was paid in September 2007, the proposed final dividend amounts to EUR 0.59 per Fortis Unit, and will be payable as from 27 May 2008

2.3 Discharge

Proposal to discharge the members of the Board of Directors for the financial year 2007

4 Appointments**Board of Directors**

4.1 Proposal to re-appoint:

4.1.1 Count Maurice Lippens, who is eligible and who is available for re-election, for a period of four years, until the close of the Annual General Meeting of Shareholders of 2012

4.1.2 Mr Jacques Manardo, who is eligible and who is available for re-election, for a period of three years, until the close of the Annual General Meeting of Shareholders of 2011

4.1.3 Mr Rana Talwar, who is eligible and who is available for re-election, for a period of three years, until the close of the Annual General Meeting of Shareholders of 2011

4.1.4 Mr Jean-Paul Votron, who is eligible and who is available for re-election, for a period of three years, until the close of the Annual General Meeting of Shareholders of 2011

4.2 Proposal to appoint Mr Louis Cheung Chi Yan for a period of three years, until the close of the Annual General Meeting of Shareholders of 2011

Fortis SA/NV

Statutory Auditor

- 4.3 Proposal to appoint KPMG as Statutory Auditor of the company for a period of three years for the financial years 2009, 2010 and 2011 and to set their remuneration at an annual amount of EUR 396,950. The company KPMG will be represented by Mr Olivier Macq and Mr Michel Lange

For Against Abstention

Fortis N.V.

Accountant

- 4.3 Proposal to renew the mission of KPMG Accountants N.V. as accountant of the company for the financial years 2009, 2010 and 2011, to audit the annual accounts

For Against Abstention

5. Acquisition and disposal of Fortis Units

Proposal

- 5.1 to authorize 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 authorized 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%)

For Against Abstention

- 5.2 to authorize 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

For Against Abstention

5 Acquisition of Fortis units

Proposal to authorize the Board of Directors for a period of 18 months, to acquire Fortis Units, in which own fully paid twinned shares of Fortis N.V. are included, up to the maximum number permitted by the Civil Code, Book 2, Article 98 paragraph 2 and this: a) through all agreements, including transactions on the stock exchange and private transactions at a price equal 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 less a maximum of fifteen percent (15%), or b) by means of stock lending agreements under terms and conditions that comply with common market practice for the number of Fortis Units from time to time to be borrowed by Fortis N.V

For Against Abstention

6. Amendment to the Articles of Association

6.2 Section: CAPITAL – SHARES

Article 9: Authorized capital

- 6.2.1 Proposal to cancel the unused balance of the authorized capital, as mentioned in article 9 a) of the articles of association, 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 29 April 2008 and to modify the paragraph a) worded as follows:

“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 two billion twenty-two million forty-eight thousand (2,022,048,000) 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 29 April 2008.”

For Against Abstention

Fortis SA/NV

Fortis N.V.

6.2.2 Proposal

- to replace in paragraph c) the word “authorizations” with the word “authorization” and
- to cancel paragraph b) and to change as a consequence the paragraphs c) and d) to b) and c)

For Against Abstention

6 Amendment to the Articles of Association

6.1 Section : NAME – REGISTERED OFFICE – PURPOSE

Proposal to amend article three as follows (amendments underlined)
“Article 3: Statutory seat

The Company has its statutory seat in Amsterdam.”

For Against Abstention

6.2 Section: CAPITAL – SHARES

Article 8: Authorized capital

Proposal to amend this article as follows (amendments underlined)¹:

“The authorized capital of the Company shall amount to two billion seven million six hundred thousand euros (EUR 2,007,600,000), 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 nine hundred and sixty million (2,960,000,000) Twinned Shares, each with a nominal value of forty-two eurocents (EUR 0.42)”*

For Against Abstention

6.3 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

For Against Abstention

Done at, on 2008

signature

This document should arrive **on Tuesday 22 April 2008**

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