



Guide to the Fortis General Meetings of Shareholders

This guide is intended to help you actively exercise your rights as a Fortis shareholder. It answers a number of questions you may have regarding Fortis's General Meetings of Shareholders.

As a Fortis shareholder, you are a shareholder of the two parent companies of Fortis: Fortis SA/NV in Belgium and Fortis N.V. in the Netherlands. This entitles you to attend the General Meetings of Shareholders of both companies.

There are certain differences between the two Meetings, reflecting the fact that Fortis SA/NV is subject to Belgian law and Fortis N.V. to Dutch law. Where applicable, these differences are indicated in this guide.

Why are the General Meetings of Shareholders important?

A General Meeting of Shareholders provides you with an opportunity to participate directly in decision-making by voting on proposed resolutions, regardless of the number of Fortis shares you own. Fortis recognises the importance of General Meetings of Shareholders and encourages all of its shareholders to exercise their rights on these occasions.

What are the different types of General Meetings of Shareholders?

The Ordinary or Annual General Meeting

All companies must invite their shareholders to attend a General Meeting on an annual basis. This is the Fortis SA/NV 'Ordinary' General Meeting and the Fortis N.V. 'Annual' General Meeting.

The General Meeting reviews the annual Management Report and Financial Statements. Following approval (or adoption in the Netherlands) of the Financial Statements and of the dividend, the General Meeting decides whether or not to grant

discharge to the directors and, in Belgium, to the auditor. If necessary, members of the Board and/or the auditor may be appointed or reappointed. Other items might also be placed on the agenda for discussion or resolution.

The Extraordinary General Meeting

An Extraordinary General Meeting must be convened whenever the company wishes to ask its shareholders to approve decisions which cannot be delayed until the Ordinary or Annual General Meeting of Shareholders or when the company must ask its shareholders to approve decisions relating to amendments to the articles of association. Depending on the nature of the decisions and on the specific legislation in effect in Belgium and the Netherlands, an Extraordinary General Meeting of Shareholders may be required by one of Fortis's two parent companies and not by the other.

Why have Fortis SA/NV and Fortis N.V. convened a first General Meeting on 11 April 2008?

The resolutions to be considered by the Extraordinary General Meetings of 11 April 2008 may only be passed by a Meeting representing at least half of the capital. In practice, it is not

possible to meet this quorum on first convocation, which will also be the case on 11 April 2008. For that reason, Fortis SA/NV and Fortis N.V. will be obliged to convene a second (Extraordinary) General Meeting, which will then be entitled to pass resolutions regardless of the share capital represented. These second General Meetings of Fortis SA/NV and Fortis N.V. will be held on 29 April 2008.

How can you take part in the General Meetings of Shareholders?

You can do so in two ways:

1. You may attend one or both General Meetings in person;
2. You may participate in one or both General Meetings through a proxy.

Shareholders can download a 'Registration and Proxy Form' (hereafter 'the Form') from www.fortis.com (go to 'Investor Relations' then choose 'General Meetings of Shareholders'). You can use this to inform the parent companies directly which Meeting(s) you wish to attend in person and/or at which Meeting(s) you would like to be represented.

The Form is also sent automatically to every shareholder whose shares are registered with the parent companies.

Option one: you wish to attend a General Meeting in person

- You must inform the company in question of your intention to attend;
- The company in question must be provided with confirmation that you are a shareholder.

What do you need to do?

- Your shares are registered with the parent companies

In this case, all you need to do in order to attend the General Meeting of one of the two parent companies (Fortis SA/NV or Fortis N.V.) is to inform the relevant parent company to that effect in writing.

If you want to attend the General Meetings of both parent companies, it is sufficient that you inform one of the two companies to that effect in writing. The company you inform will notify the other parent company on your behalf. You can communicate these wishes using the Form that was sent to you.

- You hold physical (bearer) shares

You must ensure that, until the Meeting has been closed, your physical (bearer) shares are blocked at a bank of your choice; you should also request the bank in question to inform the company or companies that you intend to participate in one or both of the General Meetings. If you

want to attend both Meetings, please ask your financial institution to specify this clearly.

Please note that, in principle, any physical (bearer) shares deposited at a bank in Belgium with a view to participating in the Meeting(s) will be 'dematerialised'. Consequently, it might not be possible after the Meeting to request the physical delivery of the shares in question.

- Your shares are registered in a custody account at a financial institution

In this case, you should contact your branch to request the blocking of your shares until the end of the Meeting. Your financial institution will also have to inform the company or companies of your intention to attend their General Meeting(s). If you want to attend both Meetings, please ask your financial institution to specify this clearly.

Option two: you wish to be represented at a General Meeting

You may participate in a General Meeting without attending in person. To do this, you can issue a proxy in order to be represented. A Form is sent to you automatically if you hold shares registered with the parent companies. In all other cases, you can obtain the Form from Fortis (see addresses below) or from www.fortis.com (go to 'Investor Relations' then choose 'General Meetings of Shareholders').

What do you need to do?

- 1) You must complete the formalities to prove that you are a shareholder. These are the same as those required when attending a Meeting in person (see above).
- 2) In addition, you are required to complete and return the Form to one of the parent companies.
 - a. You must enter your surname, first name and address, as well as the number of shares for which you want to be represented (this information will be inserted automatically if you have shares registered with the parent companies).
 - b. If you wish to appoint a particular person to attend the General Meeting as your representative, you must state that person's name in the 'Proxy' section of the Form

It is also possible to provide an open proxy rather than indicating a specific person to represent you. In this event, Fortis will appoint a proxy for you at the General Meeting.

- c. You can indicate your voting instructions in the 'Proxy' section of the Form. You should state whether you wish to vote for, against or to abstain with regard to each

agenda item to be voted on during the Meeting. If you do not fill in the boxes provided for this purpose and you leave the 'Proxy' section of the Form blank, it will be assumed that you are in favour of the proposed resolutions.

Would you like to combine the alternatives available to you?

You may, of course, also attend one of the Meetings and be represented at the other. If this is your preference, please follow the steps described above to notify each of the two companies to that effect.

Useful information:

Documents

Holders of shares registered with the parent companies will automatically be sent a convocation and all related documents.

These documents will also be sent, free of charge, to shareholders who have completed the formalities required to attend the General Meeting of Shareholders of Fortis SA/NV.

In the Netherlands, the addresses of shareholders who have completed the formalities to attend a General Meeting are not necessarily known to the company. Consequently, Fortis N.V. cannot guarantee that documents relating to the Meeting will be sent out to these shareholders automatically. Fortis N.V. therefore advises you to contact the company in order to obtain the documents (free of charge). They can also be downloaded from www.fortis.com ('Investor Relations' then 'General Meetings of Shareholders').

Voting rights

Each share entitles the holder to one vote at each of the General Meetings. If a share is owned by more than one person, the associated voting rights will be suspended until such time as a single person has been duly designated to exercise them.

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