

General Meeting of Shareholders of Fortis SA/NV

to be held in Brussels on 11 February 2009

PROXY

If you wish to be represented at this Meeting, you should return this form to the address stated at the end of this document.

NB: In view of the specific nature of the Meeting, you should indicate in each part the number of shares entitling you to vote.

NB: In the case of (i) shareholders whose shares are registered with a bank or other financial institution, this form can only be accepted on condition that Fortis is provided with proof that your bank has blocked the shares in question and in the case of (ii) holders of bearer shares (physical) on condition that they deposit their shares with the company or instruct the financial institution at which they deposit their shares to advise the company that they will be represented.

The undersigned

Name/organization: [grid]

Surname: [grid]

Address/Registered office: [grid]

[grid]

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

The General Meeting of Shareholders of Fortis SA/NV will be held on 11 February 2009 at 10 a.m., at Palais 6, Brussels Expo, Place de Belgique 1, Brussels.

DECLARES that he/she/it has been informed that the aforementioned Meeting will consist of two parts, namely:

PART 1:

Pertaining to the decisions taken on 3, 5 and 6 October 2008 by the Board of Directors of Fortis SA/NV and the agreements arising from the implementation of those decisions (item 2 on the agenda) and in respect of which he/she/it may only vote in so far as he/she/it was a shareholder on 14 October 2008 and he/she/it remains so as of the present date, this in accordance with the number of shares that he/she/it held on 14 October 2008 and of which he/she/it remains the holder as of the date on which he/she/it completed the formalities to attend the Meeting.

NamelyFortis shares
Blocked at the following company or institution.....
(name of the institution where your shares are registered)

NB

If you do not meet this criterion of holding shares as of 14 October 2008, but became a shareholder since then, you are still entitled to be represented during the second part of the Meeting.

In that case, please enter the number '0' as the number of shares in Part 1 above.

PART 2:

Pertaining to the proposed appointment of Board members (item 3 on the agenda), in respect of which he/she/it may vote in accordance with the number of shares that he/she/it holds as of the present date, limited to the number of shares for which he/she/it has completed the formalities regarding the present Meeting.

NamelyFortis shares
Blocked at the following company or institution.....
(name of the institution where your shares are registered)

WISHES to be represented:

At the General Meeting of Shareholders of Fortis SA/NV for all the items on the agenda and grants proxy, with right of substitution, to:

Name, surname (1): [grid]

[grid]

Address : [grid]

[grid]

(1) 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 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 VOTE on his/her/its behalf on the following items on the **AGENDA**:

PART 1

2. **Approval of the decisions taken on 3, 5 and 6 October 2008 by the Board of Directors of Fortis SA/NV and of the agreements entered into in implementation of these decisions (*General Meeting of Shareholders convened by the co-chairmen of the Committee of Experts appointed by the Court of Appeal of Brussels*)**

2.4 Proposal to vote on item 2.5 on the agenda.

For Against Abstention

- 2.5 Proposal to approve the sale of 100% of the shares of Fortis Bank Nederland (Holding) N.V., Fortis Verzekeringen Nederland N.V. and Fortis Corporate Insurance N.V. to the Dutch state on 3 October 2008 in implementation of the decision of the Board of Directors of 3 October 2008, as summarised in the shareholder circular.

For Against Abstention

2.6 Proposal to vote on item 2.7 on the agenda.

For Against Abstention

- 2.7 Proposal to approve the sale of the remaining 50% + 1 share of Fortis Bank SA/NV to the Federal Participation and Investment Corporation (SFPI/FPIM) on 10 October 2008 and the transactions to be entered into, as the case may be, with the SFPI/FPIM in implementation of the decision of the Board of Directors of 5 and 6 October 2008, as this sale and these transactions are summarised in the shareholder circular.

For Against Abstention

2.8 Proposal to vote on item 2.9 on the agenda.

For Against Abstention

- 2.9 Proposal to approve the sale of 100% of the shares of Fortis Insurance Belgium SA/NV to BNP Paribas S.A. on 10 October 2008 and the transactions to be entered into with BNP Paribas S.A. and the Federal Participation and Investment Corporation (SFPI/FPIM) in implementation of the decision of the Board of Directors of 5 and 6 October 2008, as this sale and these transactions are summarised in the shareholder circular.

For Against Abstention

PART 2

3. **Board of Directors – Appointments (*General Meeting of Shareholders convened by the Board of Directors*)**

3.1 Mr Ludwig Criel, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011.

For Against Abstention

3.2 Mr Guy de Selliers de Moranville, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011.

For Against Abstention

3.3 Mr Philippe Casier, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Philippe Casier has been proposed by a group of shareholders representing at least 1% of the capital and represented by Deminor International SCRL and the Vereniging van Effectenbezitters (VEB), in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

3.4 Mr Jozef De Mey, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Jozef De Mey has been proposed by Ping An Insurance (Group) Company of China, Ltd., a shareholder representing at least 1% of the capital, in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

3.5 Mr Andrew Doman, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Andrew Doman has been proposed by Ping An Insurance (Group) Company of China, Ltd., a shareholder representing at least 1% of the capital, in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

3.6 Mr Georges Ugeux, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Georges Ugeux has been proposed by a group of shareholders representing at least 1% of the capital and represented by Deminor International SCRL and the Vereniging van Effectenbezitters (VEB), in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

3.7 Mr Dirk van Daele, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Dirk van Daele has been proposed by a group of shareholders representing at least 1% of the capital and represented by Deminor International SCRL and the Vereniging van Effectenbezitters (VEB), in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

3.8 Mr Jan Zegeering Hadders, as non-executive member of the Board of Directors, until the conclusion of the Ordinary General Meeting of Shareholders of 2011. The candidacy of Mr Jan Zegeering Hadders has been proposed by a group of shareholders representing at least 1% of the capital and represented by Deminor International SCRL and the Vereniging van Effectenbezitters (VEB), in accordance with Article 18 b) 4) ii of the Articles of Association.

For Against Abstention

Done at on 2009

Signature(s)*

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

We would appreciate it if you would provide us with a telephone number and an e-mail address where we can reach you if necessary:

Private:

Office:

e-mail :

This document should arrive no later than Wednesday 4 February 2009 – 7 pm. at the company specified below.

Fortis SA/NV

Corporate Administration – 1WA2A

Rue Royale 20 – 1000 Brussels – Belgium

Tel.: 0800/12310 (Belgium) or +32 (0)2 433 41 54 (from abroad)

Fax: +32 (0)2 565 23 84

E-mail : corporate.adm@fortis.com