

Utrecht, 17 January 2009.

THE BOARD OF DIRECTORS OF FORTIS INVITES THE SHAREHOLDERS TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS OF FORTIS N.V. TO BE HELD ON

Friday, 13 February 2009 at 10 a.m.

Beatrix Theater
Jaarbeursplein 6a
3521 AL Utrecht

PARTICIPATION IN THE MEETING

Principle

Shareholders who would like to be able to cast their vote during the General Meeting of Fortis N.V. may:

- Attend the Meeting in person, or
- Have themselves represented at the Meeting: i.e. issue a proxy to a representative who will vote on the shareholder's behalf.

Practical formalities

- Shareholders wishing to attend the Meeting in person
 - **Shareholders whose shares are registered directly with the company** simply have to advise the company of their intention to attend in writing, using the form with which they have been provided.
 - **Shareholders whose shares are registered with a bank or other financial institution** should contact the institution in question (via their branch) and request the blocking of their shares (or part of their shares) until the date of the General Meeting, so that they may take part in that Meeting.

Holders of bearer shares (physical) may attend the General Meeting on condition that they instruct the financial institution at which they deposit their shares to advise the company that they will be present.

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

NB:

- Shareholders should ask their financial institution, at the time the shares are blocked, for proof that the shares have been blocked, which can be presented to the company on the day of the Meeting, in the event that the request to attend has not reached the company via the financial institutions mentioned below.
- Shareholders who wish to be represented
 - **Shareholders whose shares are registered directly with the company** simply have to return to the company the proxy with which they have been provided.
 - **Shareholders whose shares are registered with a bank or other financial institution** must:
 - Also have their shares blocked via their financial institution AND
 - Return to the company the proxy put at their proposal.

Holders of bearer (physical) shares must:

- Either deposit their shares with the company or instruct their financial institution to notify the company that they intend to be represented at the Meeting, AND
- Return to the company the proxy put at their proposal

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

Deadlines for completing the formalities

- **Shareholders wishing to attend the Meeting in person**

These shareholders must communicate their instructions to the company or to their financial institution, as appropriate, **no later than 7 p.m. on 4 February 2009**.

- **Shareholders who wish to be represented**

In the case of shareholders whose shares are registered directly with the company, the proxy must be received by the company **no later than 7 p.m. on 4 February 2009**.

Shareholders whose shares are registered with a bank or other financial institution must:

- Have communicated their instructions to their financial institution **no later than 7 p.m. on 4 February 2009**
- Ensure that the proxy is in the possession of the company **no later than that same date and time**.

Holders of bearer (physical) shares must:

- Have instructed their financial institution to notify the company that they intend to be represented at the meeting **no later than 7 p.m. on 4 February 2009**
- Ensure that the proxy is in the possession of the company **no later than that same date and time**.

Financial institutions via which financial institutions must communicate their clients' instructions.

Fortis Bank Belgium and Fortis Bank Netherlands

AGENDA

1. Opening

2. Board of Directors – Appointments

The Chairman of the General Meeting of Shareholders will acknowledge the resignation of Mr Jan-Michiel Hessels, Mr Philippe Bodson, Mr Richard Delbridge, Dame Clara Furse, Mr Reiner Hagemann, Mr Jacques Manardo, Mr Aloïs Michielsens, Mr Ronald Sandler, Mr Rana Talwar and Mr Klaas Westdijk, provided that the Board of Directors is composed of at least three members following the appointments proposed below.

Proposal to appoint, subject to approval by the Dutch central bank and appointment as a member of the Board of Directors of Fortis SA/NV:

- 2.1 Mr Ludwig Criel, as non-executive member of the Board of Directors, until the conclusion of the Annual General Meeting of Shareholders of 2011.
- 2.2 Mr Guy de Selliers de Moranville, as non-executive member of the Board of Directors, until the conclusion of the Annual General Meeting of Shareholders of 2011.
- 2.3 Mr Philippe Casier, as non-executive member of the Board of Directors, until the conclusion of the Annual 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.
- 2.4 Mr Jozef De Mey, as non-executive member of the Board of Directors, until the conclusion of the Annual 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.
- 2.5 Mr Andrew Doman, as non-executive member of the Board of Directors, until the conclusion of the Annual 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.

- 2.6 Mr Georges Ugeux, as non-executive member of the Board of Directors, until the conclusion of the Annual 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.
- 2.7 Mr Dirk van Daele, as non-executive member of the Board of Directors, until the conclusion of the Annual 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.
- 2.8 Mr Jan Zegering Hadders, as non-executive member of the Board of Directors, until the conclusion of the Annual General Meeting of Shareholders of 2011. The candidacy of Mr Jan Zegering 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.

3. Amendment of the Articles of Association

Proposal to amend the Articles of Association of Fortis N.V. in accordance with the draft drawn up by De Brauw Blackstone Westbroek and to authorise any civil-law notaries, associates and paralegals practising with De Brauw Blackstone Westbroek to seek the required ministerial declaration of no-objection, as well as to execute the notarial deed of amendment of the Articles of Association.

The amendment of the Articles of Association relates to a limited indemnification under the Articles of Association, customary in the Netherlands, for persons who were as at 3 October 2008 or who became after 3 October 2008 members of the Board of Directors of the company.

To be able to deliberate validly on this amendment of the Articles of Association, the Meeting has to achieve the required attendance quorum, whereby at least 50% of the capital must be represented. If this quorum is not achieved, a new General Meeting of Shareholders of Fortis N.V. devoted solely to this item can be convened within four weeks. If that is the case, the shareholders will be notified via an announcement in the press.

4. Close

Available documents

In addition to the proxy mentioned above, are also available at the company's registered office to all shareholders and to any interested third party the text of the amendment of the articles of association and an explanatory note relating to items 2 and 3 on the agenda in due time, in any event no later than 15 days before the Meeting.

Practical information

Shareholders who require any further information regarding the procedure for taking part in the Meeting are invited to contact the company:

Fortis N.V.
Company Secretariat
Archimedeslaan 6
3584 BA Utrecht
Tel.: +31 (0)30 226 36 27
Fax: +31 (0)30 226 98 35
E-mail: company.secretariat@fortis.com.

Press contact: +31 (0)30 226 32 19

Utrecht, 17 January 2009.

The Board of Directors



Jan-Michiël Hessels
Vice-Chairman