

Final Terms dated 9 June 2008

**Fortis Luxembourg Finance S.A.**

*(incorporated as a société anonyme under the laws of the Grand Duchy of Luxembourg, having its registered office at 65, boulevard Grande-Duchess Charlotte, L-1331 Luxembourg and registered with the Luxembourg Registry of Commerce and Companies under No. B 24.784)*

**Issue of Minimum EUR 1,000,000 Floating Rate Notes due July 2011**

**Guaranteed by FORTIS BANK nv-sa**

**under the EUR 30,000,000,000**

**Euro Medium Term Note Programme**

The Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer of the Notes may only do so in:

- (i) in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) in those Public Offer Jurisdictions mentioned in Paragraph 40 of Part A below, provided such person is one of the persons mentioned in Paragraph 40 of Part A below and that such offer is made during the Offer Period specified for such purposes therein.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 9 July 2007 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms relating to the issue of Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus (together, the "**Base Prospectus**").

Full information on the Issuer and the Notes described herein is only available on the basis of a combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at the website of the Luxembourg Stock Exchange and copies may be obtained from Fortis Luxembourg Finance S.A. at 65, boulevard Grande-Duchess Charlotte, L-1331 Luxembourg and Fortis Bank NV/SA at Montagne du Parc 3, B-1000 Brussels, the Fiscal Agent, Fortis Banque Luxembourg S.A. at 50 Avenue J.F. Kennedy, L-2951 Luxembourg and the Paying and Transfer Agents, Fortis Bank (Nederland) N.V. at Rokin 55, 1012 KK Amsterdam, The Netherlands, Fortis Banque (Suisse) S.A. at 20, boulevard des Philosophes CH-1211 Geneva and Citibank, N.A. at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB.

These Final Terms do not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Notes or the distribution of these Final Terms in any jurisdiction where such action is required.

An investment in the Notes involves certain risks. Prospective investors should carefully consider the risk factors included in the Base Prospectus and any complementary risk considerations included in these Final Terms prior to investing in the Notes. Each prospective investor should also carefully consider the tax considerations relating to the Notes included in the Base Prospectus and any other up-to-date tax considerations that would be relevant for such prospective investor.

Moreover, prospective investors and purchasers of Notes must inform themselves about all the relevant applicable and up-to-date restrictions, including but not limited to, selling and transfer restrictions relating to the Notes, prior to investing in the Notes.

In case of any doubt about the functioning of the Notes or about the risk involved in purchasing the Notes, prospective investors should consult a specialised financial advisor or abstain from investing. Each prospective purchaser of Notes must determine his investment decision based on its own independent review of the information included in the Base Prospectus and in this Final Terms.

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| 1.  | (i)   | Issuer:  | Fortis Luxembourg Finance S.A.   |
|     | (ii)  | Guarantor:   | Fortis Bank NV/SA  |
| 2.  | (i)   | Series Number:   | 578  |
|     | (ii)  | Tranche Number:  | 1  |
| 3.  |       | Currency or Currencies:  | EUR  |
| 4.  |       | Form:  | Bearer Notes   |
| 5.  |       | Principal Amount of Tranche:   |  |
|     | (i)   | Series:  | Minimum EUR 1,000,000  |
|     | (ii)  | Tranche:   | Minimum EUR 1,000,000  |
| 6.  |       | Issue Price:   | 100.30 per cent. of the Principal Amount of Tranche  |
| 7.  |       | Specified Denominations and Units:   |  |
|     | (i)   | Specified Denomination:  | EUR 1,000  |
|     | (ii)  | Calculation Amount:  | EUR 1,000  |
|     | (iii) | Trading in Units:  | Not Applicable   |
| 8.  | (i)   | Issue Date:  | 18 July 2008   |
|     | (ii)  | Interest Commencement Date:  | Issue Date   |
| 9.  |       | Maturity Date:   | The Interest Payment Date falling in July 2011, subject to adjustment in accordance with the Modified Following Business Day Convention for which the Relevant Business Day is TARGET. |
| 10. |       | Interest Basis:  | Euribor 3 Month + 0.30 per cent. Floating Rate<br><i>(further particulars specified below)</i>   |
| 11. |       | Redemption Amount:   | Principal Amount<br><i>(further particulars specified below)</i>   |
| 12. |       | Change of Interest or Redemption Amount:   | Not Applicable   |
| 13. |       | Terms of redemption at the option of the Issuer/Noteholders or other Issuer's/Noteholders' option: | Not Applicable   |
| 14. | (i)   | Status of the Notes:   | Senior   |
|     | (ii)  | Status of the Guarantee:   | Senior   |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|-------|--|---|
| 15. |       | Fixed Rate Note Provisions   | Not Applicable  |
| 16. |       | Floating Rate Note Provisions  | Applicable  |
|     | (i)   | Interest Payment Dates:  | Interest will be paid quarterly in arrears on 18 October, 18 January, 18 April and 18 July of each year, commencing on 18 October 2008 to and including 18 July 2011. |
|     | (ii)  | Business Day Convention:   | Modified Following Business Day Convention  |
|     | (iii) | Additional Business Centre(s):   | Not Applicable  |
|     | (iv)  | Reference Banks:   | Not Applicable  |
|     | (v)   | Spread (if applicable):  | +0.30 per cent. per annum   |
|     | (vi)  | Spread Multiplier (if applicable)  | Not Applicable  |
|     | (vii) | Party responsible for calculating the Interest Rate(s) and Interest Amount(s) (if not the [Fiscal Agent/Domiciliary Agent]): | Fortis Bank NV/SA   |

(viii)	Relevant Time (if applicable)	11.00 am Brussels time
(ix)	Screen Rate Determination:	
	– Benchmark:	3 month EURIBOR
	– Interest Determination Date(s):	2 TARGET Business Days prior to the first day of each Interest Period
	– Relevant Screen Page:	Reuters Page EURIBOR01
	– Relevant Financial Centre:	TARGET
(x)	ISDA Determination:	Not Applicable
	– Floating Rate Option:	Not Applicable
	– Designated Maturity:	Not Applicable
	– Reset Date:	Not Applicable
(xi)	Minimum Interest Rate:	Not Applicable
(xii)	Maximum Interest Rate:	Not Applicable
(xiii)	Day Count Fraction:	Act/360, adjusted
(xiv)	Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions:	Not Applicable
17.	Zero Coupon Note Provisions	Not Applicable
18.	Index-Linked Interest Note/Equity-Linked Interest Note/other variable-linked interest Note Provisions	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

19.	Redemption at the option of the Issuer or other Issuer's option	Not Applicable
20.	Redemption at the option of the Noteholder or other Noteholder's option	Not Applicable
21.	Final Redemption Amount of each Note	EUR 1,000 per Calculation Amount
22.	Early Redemption Amount	
(i)	Early redemption for taxation reasons and method of calculating the same (if required or if different from that set out in the Conditions):	Applicable. The Conditions shall apply.
(a)	Early Redemption Amount of each Note payable on redemption:	The Principal Amount of each Note

	(b)	Method of calculating (if required or if different from that set out in the Conditions):	Not Applicable
	(ii)	Early redemption on event of default and method of calculating the same (if required or if different from that set out in the Conditions):	Applicable. The Conditions shall apply.
	(a)	Early Redemption Amount of each Note payable on redemption:	The Principal Amount of each Note
	(b)	Method of calculating (if required or if different from that set out in the Conditions):	Not Applicable
	(iii)	Early redemption for other reasons ( <i>specify</i> ) and/or the method of calculating the same (if required or if different from that set out in the Conditions):	Not Applicable
	(a)	Early Redemption Amount of each Note payable on redemption:	Not Applicable
	(b)	Method of calculating (if required or if different from that set out in the Conditions):	Not Applicable
23.		Instalment Date(s) (if applicable):	Not Applicable
24.		Instalment Amount(s) (if applicable):	Not Applicable
25.		Unmatured Coupons to become void upon early redemption:	Not Applicable

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

26.	Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note.
27.	New Global Note:	Applicable
28.	Business Day Jurisdictions for Condition 7(g) and any special provisions relating to payment dates:	Not Applicable
29.	Talons to be attached to Notes and, if applicable, the number of Interest Payment Dates between the maturity of each Talon:	No

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|-----|---|----------------|
| 30. | Details relating to Redemption by Instalments: amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 31. | Consolidation provisions:   | Not Applicable |
| 32. | Exchange for Definitive Notes at the request of the holder at the expense of:                                       | the Holder     |

**INDEX LINKED NOTES PROVISIONS**

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| 33. | Index Linked Provisions | Not Applicable |
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**EQUITY LINKED NOTES PROVISIONS**

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| 34. | Equity Linked Provisions | Not Applicable |
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**CREDIT LINKED NOTE PROVISIONS**

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| 35. | Credit Linked Note Provisions:     | Not Applicable |
| 36. | Other terms or special conditions: | Not Applicable |

**DISTRIBUTION**

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|-----|--|---|
| 37. | (i) If syndicated, names and addresses of Managers and underwriting commitments: | Not Applicable  |
|     | (ii) Stabilising Manager (if any):   | Not Applicable  |
|     | (iii) Date of Subscription Agreement:  | Not Applicable  |
|     | (iv) Total commission and concession:  | 0.30 per cent. of the Principal Amount of Tranche   |
| 38. | If non-syndicated, name and address of Dealer:                                   | Fortis Bank NV/SA, Montagne du Parc, 3, 1000 Brussels, Belgium  |
| 39. | U.S. Selling Restrictions:   | TEFRA D   |
| 40. | Non-exempt Offer:  | An offer of the Notes may be made by the Managers other than pursuant to Article 3(2) of the Prospectus Directive in Belgium, Grand Duchy of Luxembourg and the Netherlands (" <b>Public Offer Jurisdictions</b> ") during the period from 10 June 2008 until 11 July 2008 (" <b>Offer Period</b> "). See further Paragraph 11 of Part B below. |
| 41. | Additional selling restrictions:   | Not Applicable  |

**ADMISSION TO TRADING**

These Final Terms comprise the final terms required for issue and public offer in the Public Offer Jurisdiction and to list and have admitted to trading the Notes described herein pursuant to the EUR 30,000,000,000 Euro Medium Term Note Programme of Fortis Bank NV/SA and Fortis Luxembourg Finance S.A. guaranteed by Fortis Bank NV/SA.

**RESPONSIBILITY**

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:

*Duly authorised*

Signed on behalf of the Guarantor:

By:

*Duly authorised*

## PART B – OTHER INFORMATION

### 1. LISTING

- (i) Listing: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to listing on the official list and to trading on the Luxembourg Stock Exchange with effect from 18 July 2008.

### 2. RATINGS

- Ratings: The Notes to be issued have been rated:  
S & P: AA-  
Moody's: Aa2  
Fitch: AA-  
A brief explanation of the meaning of the ratings is included in the Base Prospectus.

### 3. NOTIFICATION

The Luxembourg *Commission de Surveillance du Secteur Financier* has been requested to provide the Dutch Authority for the Financial Markets (*Autoriteit Financiële Markten*, the "AFM") and the Banking Finance and Insurance Commission (*Commission bancaire, financière et des assurances*, the "CBFA") with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

### 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

"Save as disclosed in "Plan of Distribution", so far as the Issuer and the Guarantor are aware, no person involved in the offer of the Notes has an interest material to the offer"

### 5. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer See "Use of Proceeds" wording in Base Prospectus  
(ii) Estimated net proceeds: Minimum EUR 1,000,000  
(iii) Estimated total expenses: Minimum EUR 1,345 ( listing fees) depending on the Principal Amount of Tranche.

6. *Fixed Rate Notes only* – YIELD: Not Applicable

7. HISTORIC INTEREST RATES: Applicable

Details of historic 3 month EURIBOR rates can be obtained from Reuters Page EURIBOR01 and via the Branches of the placers mentioned under 11 (xii).

8. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE,– EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS] AND OTHER INFORMATION CONCERNING THE UNDERLYING : Not Applicable

9. PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT: Not Applicable

### 10. OPERATIONAL INFORMATION

- (i) ISIN Code: XS0370350174  
(ii) Common Code: 037035017  
(iii) New Global Note intended to be held in a manner which would allow Eurosystem eligibility: Yes

Note that the designation "Yes" simply means that the Notes are intended upon issue to be deposited with Euroclear or Clearstream, Luxembourg as common safe-keeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

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| (iv)   | X/N Note intended to be held in a manner which would allow Eurosystem eligibility*:   | Not Applicable           |
| (v)    | Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking Société Anonyme and the relevant identification number(s): | Not Applicable           |
| (vi)   | Delivery:   | Delivery against payment |
| (vii)  | Names and addresses of additional Paying Agent(s) (if any):   | Not Applicable           |
| (viii) | Name and address of Calculation Agent:  | Fortis Bank NV/SA        |
- 11. TERMS AND CONDITIONS OF THE OFFER**
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|-------|---|---|
| (i)   | Offer Price:                              | 100.30 per cent.  |
| (ii)  | Conditions to which the offer is subject: | <p>The Issuer reserves the right to withdraw the present offer, if the minimum amount, if any, is not placed or if there are market or other disruptions not enabling a smooth placement or settlement of the Notes, as determined by the Issuer in its sole discretion.</p> <p>Moreover, the offer of the Notes is subject to the following conditions:</p> <ul style="list-style-type: none"> <li>- there has been no such a change in national or international financial, political or economic conditions or currency exchange rates or exchange controls as would in the view of the Issuer or the Dealer be likely to prejudice materially the success of the offering and distribution of the Notes or dealings in the Notes in the secondary market; and</li> <li>- there has been no adverse change, financial or otherwise in the condition or general affairs of the Issuer and/or the Guarantor as determined by the Dealer in its sole discretion.</li> </ul> |
| (iii) | Description of the application process:   | <p>An offer to the public will be made in Belgium, the Netherlands and in the Grand Duchy of Luxembourg from (and including) 10 June 2008 to (and including) 11 July 2008.</p>  |

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\* Only applicable in relation to X/N Notes issued by Fortis Bank NV/SA

- (iv) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: In case of early termination of the subscription period due to oversubscription or to changes in market conditions as determined by the Dealer or the Issuer in its sole discretion, allotment of the Notes will be made based on objective allotment criteria according to which the subscriptions will be served in the chronological order of their receipt by the Dealer and, if required, the last subscriptions will be reduced proportionately in order to correspond with the total amount of Notes that will be issued. Any payments made in connection with the subscription of Notes and not allotted will be redeemed within 7 Brussels Business Days (i.e., days on which banks are open for general business in Brussels) after the date of payment and the holders thereof shall not be entitled to any interest in respect of such payments.
- By subscribing to or otherwise acquiring the Notes, the holders of the Notes are deemed to have knowledge of all the Terms and Conditions of the Notes and to accept the said Terms and Conditions.
- (v) Details of the minimum and/or maximum amount of application: Minimum subscription amount per investor: EUR 1,000.
- Total amount of the offer: Minimum EUR 1,000,000.
- Nevertheless, the Issuer reserves the right to modify the total nominal amount of the Notes to which investors can subscribe, to close earlier the subscription period and to cancel the planned issue, being understood that in the later case no Notes will be issued. Such an event will be published in the same way the Final Terms and the Base Prospectus will be published in relation to the Notes and, in case of Notes which are admitted to listing on the official list and to trading on the regulated market of the Luxembourg Stock Exchange (so long as such Notes are admitted to listing on the official list and to trading on the regulated market of the Luxembourg Stock Exchange and the rules and regulations of that exchange so require), in a leading newspaper having general circulation in Luxembourg (which is expected to be the *d'Wort*) or on the website of the Luxembourg Stock Exchange.
- (vi) Details of the method and time limits for paying up and delivering the Notes: Payment of the Notes must be received at the latest on or before the Issue Date by debit of a cash account.
- The delivery of the Notes will take place as described in the Base Prospectus and this Final Terms. On or about the Issue Date, the relevant securities account of each Noteholder will be credited of the relevant amount of Notes purchased.
- (vii) Manner in and date on which results of the offer are to be made to the public: The results of the offer of the Notes will be published as soon as possible on the website [www.fortisbanking.be](http://www.fortisbanking.be).
- (viii) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable

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| (ix)  | Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries:       | The offer will consist of an offer to the public in Belgium, The Netherlands and the Grand Duchy of Luxembourg.  |
| (x)   | Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made; | The Noteholders will be directly notified of the number of Notes which has been allotted to them as soon as possible after the Issue Date (See also above the manner and date in which results of the offer are to be made public).  |
| (xi)  | Amount of any expenses and taxes specifically charged to the subscriber or purchaser:   | <p>Expenses and taxes charged to the subscribers or purchasers of the Notes include:</p> <ul style="list-style-type: none"> <li>- Legal, administrative and other costs relating to the issue of the Notes and amounting to 0% of issue size. (these costs are included in the pricing of the Notes);</li> <li>- Costs for the subscribers relating to holding of the Notes on a securities account: free of charge at Fortis Bank NV/SA(*), Fortis Bank (Nederland) N.V. and Fortis Banque Luxembourg S.A..</li> <li>- Financial service: free of charge at Fortis Bank NV/SA, Fortis Bank (Nederland) N.V. and Fortis Banque Luxembourg S.A..</li> </ul> <p>(*) Investors must inform themselves well as to the costs that could be charged to them by financial institutions.</p> |
| (xii) | Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place.        | <p>Fortis Bank NV/SA, 3 Montagne du Parc, 1000 Brussels,</p> <p>Fortis Bank Nederland NV, 55 Rokin, 1012 KK Amsterdam, and</p> <p>Fortis Banque Luxembourg S.A., 50 J.F.Kennedy, L-2951 Luxembourg.</p>  |