

# NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2000

NOTICE IS HEREBY GIVEN that an Annual General Meeting of PetroChina Company Limited (the “Company”) will be held at 9 a.m. on Friday, June 8, 2001 at China World Hotel, No. 1 Jian Guo Men Wai Avenue, Beijing, the People’s Republic of China 100004 to consider the following businesses:

1. to consider and approve the report of the Directors for the year 2000;
2. to consider and approve the report of the Supervisory Committee for the year 2000;
3. to consider and approve the audited financial statements of the Company for the year 2000;
4. to consider and approve the declaration and payment of a final dividend for the year ended December 31, 2000 in the amount and in the manner recommended by the Board of Directors;
5. to consider and authorise the Board of Directors to determine the interim dividend for the year 2001 and related matters;
6. to consider and approve the appointment of PricewaterhouseCoopers, Certified Public Accountants and PricewaterhouseCoopers Zhong Tian CPAs Limited Company, Certified Public Accountants, as the international and domestic auditors of the Company, respectively, for the year 2001 and to authorise the Directors to fix the remuneration thereof;
7. to consider and approve the following resolution to amend the articles of association of the Company as a special resolution:

“That the articles of association of the Company be amended by adopting the following articles to replace Article 3 and paragraph 2 of Articles 10 (such amendments require the approval of the State Administration for Industry and Commerce and are subject to the Company particulars and scope of business as approved by the State Administration for Industry and Commerce):

Article 3	The Company’s address:	16 Andelu Dongcheng District Beijing
	Telephone number:	8488 6270
	Fax number:	8488 6260
	Postal code:	100011

Article 10, paragraph 2

The Company's scope of business includes: the exploration, production and marketing of oil and natural gas; the production and marketing of refined, petrochemical and chemical products; the operation of oil and natural gas pipelines; the research and development of oil exploration and production technology and petrochemical technology; the marketing of materials, equipment and machinery required for the production of oil, natural gas and petrochemical products and for the construction of pipelines; the import and export of crude oil and refined products; the import and export of various types of commodities and technologies (other than those commodities and technologies the operation thereof by the Company is restricted by the State or the import and export thereof is prohibited by the State) on its own account and as an agent; the processing of imported materials and the conducting of "processing of supplied materials, assembly of supplied parts, processing of supplied samples and compensatory trade"; counter trade and entrepot trade; the exploration, development and production of oil under production sharing contracts and projects which have been assigned to the Company by China National Petroleum Corporation.

and the Board of Directors be authorised to report the amendments to the relevant authorities for record";

8 to consider and approve other matters, if any.

By Order of the Board  
Shou Xuancheng  
*Secretary to the Board*  
April 23, 2001

Notes:

1. The annual report for the year 2000 will include the report of the Directors for the year 2000, the report of the Supervisory Committee for the year 2000 and the audited financial statements of the Company for the year 2000. The annual report of the Company for the year 2000 is expected to be despatched to shareholders at the addresses as shown in the register of members of the Company before April 30, 2001.

2. The register of members of the company will be closed from Wednesday, May 9, 2001 to Friday, June 8, 2001 (both days inclusive), during which time no share transfers will be effected. Holders of the Company's H shares and State-owned shares whose names appear on the register of members of the Company at 4:00 p.m. on Tuesday, May 8, 2001 are entitled to attend the annual general meeting.

The address of the share registrar of the Company's H shares is:

Hong Kong Registrars Limited

2nd Floor, Vicwood Plaza

199 Des Voeux Road Central

Hong Kong

3. Each shareholder entitled to attend and vote at the annual general meeting may appoint one or more proxies to attend and vote on his behalf at the annual general meeting. A proxy need not be a shareholder. Each shareholder who wishes to appoint one or more proxies should first review the annual report of the Company for the year 2000, which is expected to be despatched to shareholders on or before April 30, 2001.

4. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.

5. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a legal person, either under seal or under the hand of a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified. To be valid, for holders of State-owned shares, the notarially certified power of attorney, or other document of authorisation, and the form of proxy must be delivered to the Secretariat of the Board not less than 24 hours before the time appointed for the holding of the annual general meeting. In order to be valid, for holders of H shares, the above documents must be delivered to Hong Kong Registrars Limited within the same period. A form of proxy for use at the annual general meeting is enclosed.

6. Shareholders who intend to attend the annual general meeting in person or by proxy should return the reply slip accompanying each notice of annual general meeting to the Secretariat of the Board before May 19, 2001 personally or by mail or fax.

7. The annual general meeting is expected to last for half a day. Shareholders attending the annual general meeting are responsible for their own transportation and accommodation expenses.

8. The address of the Secretariat of the Board is as follows:

World Tower

16 Andelu, Dongcheng District,

Beijing, PRC

Postal code: 100011

Contact person: Shou Xuancheng

Tel: (8610) 8488 6270

Fax: (8610) 8488 6260