



# COSL

CHINA OILFIELD SERVICES LIMITED

中海油田服務股份有限公司

(incorporated in the People's Republic of China as a joint stock limited liability company)

## Proxy Form for Adjourned Extraordinary General Meeting

Number of H Shares related to this proxy form <sup>(note 1)</sup>

I/We <sup>(note 2)</sup> \_\_\_\_\_

of (address) \_\_\_\_\_

being the holder(s) of <sup>(note 1)</sup> \_\_\_\_\_

H Share(s) of China Oilfield Services Limited ("COSL" or the "Company") now appoint <sup>(note 3)</sup> \_\_\_\_\_

(I.D. No.: \_\_\_\_\_ of (address) \_\_\_\_\_

\_\_\_\_\_ /or failing him, the Chairman of the meeting as my (our) proxy to attend and vote for me

(us) on the ordinary resolutions in accordance with the instruction(s) below and on my (our) behalf at the Adjourned Extraordinary General Meeting ("Adjourned EGM") to be held at 4:00 p.m. on 29 November, 2004 (Monday) at the Multi-function Conference Room, 3/F., CNOOC Plaza, No. 6, Dongzhimenwai Xiaojie, Beijing, China for the purpose of considering and, if thought fit, passing those resolutions as set out in the notice convening the said meeting. In the absence of any indication, the proxy may vote for or against the resolutions or abstain at his own discretion <sup>(note 4)</sup>.

<b>By way of Ordinary Resolution</b>	<b>For</b>	<b>Against</b>
To approve the cap amounts of connected transactions from January 1, 2005 until December 31, 2007 for the following six categories:		
1. Provision of offshore oilfield services by the Group (including COSL and its subsidiaries) to CNOOC Group		
2. Provision of offshore oilfield services by Magcobar, a joint venture 60% owned by COSL, to CNOOC Group		
3. Provision by CNOOC Group of materials, utilities, labor and ancillary support services to the Group		
4. Provision by CNOOC Group of materials, utilities, labor and ancillary support services to Magcobar		
5. Provision by CNOOC Group of office and production premises and related property management services to the Group (including Magcobar)		
6. Provision of depositary and transaction settlement services by CNOOC Finance Corporation Limited to the Group		

Date: \_\_\_\_\_

Signature: \_\_\_\_\_ <sup>(note 5)</sup>

### Notes:

- Please insert the number of H share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the H shares in the capital of the Company registered in your name(s).
- Please insert full name(s) and address(es) in BLOCK LETTERS.
- Please insert the name and address of your proxy. If this is left blank, the chairman of the Adjourned EGM will act as your proxy. One or more proxies, who do not have to be member(s) of the Company, may be appointed to attend and vote in the meeting provided that such proxies must attend the meeting in person on your behalf. Any alteration made to this proxy form must be signed by the signatory.
- Attention: If you wish to vote FOR any resolution, please indicate with a "✓" in the appropriate space under "For". If you wish to vote AGAINST any resolution, please indicate with a "✓" in the appropriate space under "Against". In the absence of any such indication, the proxy will vote or abstain at his discretion.
- This form of proxy must be signed under hand by you or your attorney duly authorized in writing. If the appointer is a corporation, this form must be signed under its common seal or under hand by any director or agent duly authorized by such corporation. If a person has been authorized to sign this form of proxy on behalf of an individual or corporate shareholder, the power of attorney or other document authorizing such person to sign this form of proxy must be notarized and together with this form delivered to Computershare Hong Kong Investor Services Limited at 46th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at or before 4:00 p.m., 26 November 2004 (Friday).