



**CNOOC LIMITED**  
**(中國海洋石油有限公司)**

(Incorporated in Hong Kong with limited liability)

**ANNUAL GENERAL MEETING HELD ON 29 May 2003**  
**POLL RESULTS**

CNOOC Limited ("the Company") is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting of the Company held on 29 May 2003 as follows :-

	Resolutions	Number of Votes (%)	
		For	Against
1.	To receive and consider the Audited Accounts for the year ended 31 December 2002 together with the Reports of the Directors and the Auditors thereon.	6,796,183,961 99.999%	14,700 0.001%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare the final dividend for the year ended 31 December 2002 and special cash dividend.	6,793,153,861 99.953%	3,198,500 0.047%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(i).	To re-elect Mr. Jiang Longsheng as Director.	6,683,595,061 98.706%	87,593,200 1.294%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(ii).	To re-elect Mr. Luo Han as Director.	6,683,593,021 98.706%	87,591,200 1.294%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3(iii).	To re-elect Mr. Chiu Sung Hong as Director.	6,684,583,021 98.706%	87,601,200 1.294%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.	To re-appoint Ernst & Young as Auditors and to authorize the Directors to fix their remuneration.	6,779,641,461 99.754%	16,702,700 0.246%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
5.	To grant a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the aggregate nominal amount of the existing issued share capital.	6,796,100,241 99.997%	175,160 0.003%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
6.	To grant a general mandate to the Directors to issue, allot and deal with additional shares not exceeding 20% of the existing issued share capital.	6,724,996,901 98.018%	136,004,958 1.982%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
7.	To extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased.	6,777,384,115 99.799%	13,676,846 0.201%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
8.	To authorize the Directors to fix the remuneration of the members of any committee appointed by the Directors as they think fit from time to time and to charge such remuneration to the current expenses of the Company.	6,743,835,821 99.595%	27,411,480 0.405%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

For and on behalf of  
**CNOOC Limited**  
**Cao Yunshi**  
*Company Secretary*

Hong Kong, 29 May 2003

Please also refer to the published version of the announcement in SCMP, HK Economic Times and Wen Wei Po.  
CNOOC Limited