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in connection with Rule 12g3-2(b): N/A.)

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[GRAPHIC OMITTED]

CNOOC LIMITED  
[CHINESE CHARACTERS OMITTED]  
(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

ANNOUNCEMENT

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Management of the Company is currently considering whether it will propose to the Board for consideration the payment of any interim or special dividend.

This announcement is made pursuant to paragraph 2 of the Listing Agreement between the Company and the Stock Exchange of Hong Kong Limited.  
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CNOOC Limited (the "Company") has noted the recent increases in price and trading volume of the shares in the Company and wishes to state that management of the Company is currently considering whether it will propose to the board of directors of the Company (the "Board") for consideration the payment of any interim or special dividend in the meeting of the Board currently scheduled to be held in late August 2003 to approve the interim results of the Company and its subsidiaries for the six months ended 30 June 2003.

The Board wishes to remind investors that no decision has been made by management of the Company or the Board on whether to pay any interim or special dividend. Investors are advised to exercise caution in dealing in the shares in the Company.

This announcement is made pursuant to paragraph 2 of the Listing Agreement between the Company and the Stock Exchange of Hong Kong Limited.

Save as disclosed in this announcement, the Company confirms that there are no negotiations or agreements relating to intended acquisitions or realizations which are discloseable under paragraph 3 of the Listing Agreement, neither is the Board aware of any matter discloseable under the general obligation imposed by paragraph 2 of the Listing Agreement, which is or may be of a price sensitive nature.

By order of the Board  
CNOOC Limited  
Cao Yunshi  
Company Secretary

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Hong Kong, 29 July 2003

Please also refer to the published version of this announcement in the South China Morning Post.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be issued on its behalf by the undersigned, thereunto duly authorized.

CNOOC Limited

By: /s/ Cao Yunshi

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Name: Cao Yunshi  
Title: Company Secretary

Dated: July 30, 2003