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CNOOC LTD
Form 20-F
May 23, 2002

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 20-F

(Mark One)

REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES
EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934 For the fiscal year ended December 31, 2001

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 1-14966

CNOOC LIMITED
(Exact name of Registrant as specified in its charter)

Hong Kong
(Jurisdiction of incorporation or organization)

65th Floor, Bank of China Tower
1 Garden Road, Central
Hong Kong
(Address of principal executive offices)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

Title of
Each class

Name of each exchange
On which Registered

American Depositary Shares, each representing 20 shares of par value HK\$0.10 per share.....	New York Stock Exchange
Shares of par value HK\$0.10 per share.....	New York Stock Exchange

Securities registered or to be registered pursuant to Section 12(g) of the Act. Non
(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act
(Title of Class)

Indicate the number of outstanding Shares of each of the issuer's classes of capital or
stock as of the close of the period covered by the annual report.
Shares, par value HK\$0.10 per share.....

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) or the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant as required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark which financial statement item the Registrant has elected to follow.

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* Not for trading, but only in connection with the registration of American Depository Shares.

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