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CNOOC LTD  
Form 6-K  
May 25, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 6-K  
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REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

For May 25, 2005

CNOOC Limited

(Translation of registrant's name into English)

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65th Floor  
Bank of China Tower  
One Garden Road  
Central, Hong Kong  
(Address of principal executive offices)  
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(Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F)

Form 20-F      X                      Form 40-F  
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(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes                      No                      X  
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(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A.)

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Company Announcement  
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[GRAPHIC OMITTED]

CNOOC Limited  
[CHINESE CHARACTERS]  
(Incorporated in Hong Kong with limited liability)  
(Stock Code: 883)

ANNUAL GENERAL MEETING HELD ON 25 MAY 2005  
POLL RESULTS

CNOOC Limited ("the Company") is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting (the "AGM") of the Company held on 25 May 2005 as follows:-

Resolutions	Number For
To receive and consider the Audited Accounts for the year ended 31 December 2004 together with the Reports of the Directors and the Auditors thereon.	33,461,156,4 99.9992%
As more than 50% of the votes cast were in favour of the resolution, the resolution was duly pass resolution.	
To declare a final dividend for the year ended 31 December 2004	33,625,209,9 99.9988%
As more than 50% of the votes cast were in favour of the resolution, the resolution was duly pass resolution.	
To re-elect Mr. Luo Han as Executive Director.	33,499,436,9 99.7334%
As more than 50% of the votes cast were in favour of the resolution, the resolution was duly pass resolution.	
To re-elect Mr. Chiu Sung Hong as Independent Non-executive Director.	33,511,764,1 99.7702%
As more than 50% of the votes cast were in favour of the resolution, the resolution was duly pass resolution.	
To re-appoint Ernst & Young as Auditors and to authorize the Directors to fix their remuneration.	33,554,926,6 99.7909%
As more than 50% of the votes cast were in favour of the resolution, the resolution was duly pass resolution.	
To grant a general mandate to the Directors to repurchase shares in the	33,619,394,8

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Company not exceeding 10% of the aggregate nominal amount of the existing issued share capital. 99.9966%

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As more than 50% of the votes cast were in favour of the resolution, the resolution was duly passed.  
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To grant a general mandate to the Directors to issue, allot and deal with additional shares in the Company not exceeding 20% of the existing issued share capital. 30,585,892,5 91.0155%

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As more than 50% of the votes cast were in favour of the resolution, the resolution was duly passed.  
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To extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased. 33,449,499,2 99.5294%

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As more than 50% of the votes cast were in favour of the resolution, the resolution was duly passed.  
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Notes

(1) The total number of shares of the Company entitling the holders to attend and vote for or against any resolution at the AGM: 41,054,675,375

Every member present in person or by proxy has one vote for every share of which he is the holder

(2) The total number of shares entitling the shareholder of the Company to attend and vote only against any resolution at the AGM: Nil

(3) Computershare Hong Kong Investor Services Limited acted as the scrutineer for the vote-taking at the AGM.

The Board comprises:

Executive Directors  
Fu Chengyu (Chairman)  
Luo Han  
Jiang Longsheng  
Zhou Shouwei

Independent non-executive Directors:

Chiu Sung Hong  
Dr. Kenneth S. Courtis  
Evert Henkes

For and on behalf of  
CNOOC Limited  
Cao Yunshi  
Company Secretary

Hong Kong, 25 May 2005

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report on Form 6-K to be signed 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: May 25, 2005