

CNOOC LTD
Form 6-K
May 31, 2011

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

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of May 2011

Commission File Number 1-14966

CNOOC Limited
(Translation of registrant's name into English)

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

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): Not applicable

Signature

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

CNOOC Limited

| | |
|--------|-------------------------|
| By: | /s/ Jiang Yongzhi |
| Name: | Jiang Yongzhi |
| Title: | Joint Company Secretary |

Dated: May 31, 2011

EXHIBIT INDEX

| Exhibit No. | Description |
|----------------|--|
| 99.1 | Announcement dated May 29, 2011, entitled "Poll Results of Annual General Meeting Held on 27 May 2011 Clarification Announcement". |

Exhibit 99.1

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(Incorporated in Hong Kong with limited liability under the Companies Ordinance)
(Stock Code: 00883)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD
ON 27 MAY 2011
CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement of CNOOC Limited (the “Company”) published on 27 May 2011 (the “Announcement”). Terms defined in the Announcement shall, unless the context otherwise requires, bear the same meaning herein.

Due to inadvertent typo, the Company would like to clarify that the ordinary resolutions of “A3(iii) To re-elect Mr. Lawrence J. Lau as Independent Executive Director” and “A3(iv) To re-elect Mr. Wang Tao as Independent Executive Director” as stated in the Announcement should be amended to read as “A3(iii) To re-elect Mr. Lawrence J. Lau as Independent Non-executive Director” and “A3(iv) To re-elect Mr. Wang Tao as Independent Non-executive Director” respectively.

By Order of the Board
CNOOC Limited
Jiang Yongzhi
Joint Company Secretary

Hong Kong, 29 May 2011

As at the date of this announcement, the Board comprises the following:

| | |
|--------------------------|-------------------------------------|
| Executive Directors | Independent Non-executive Directors |
| Yang Hua (Vice Chairman) | Edgar W. K. Cheng |
| Li Fanrong | Chiu Sung Hong |
| Wu Guangqi | Lawrence J. Lau |
| | Tse Hau Yin, Aloysius |
| | Wang Tao |
| Non-executive Directors | |
| Wang Yilin (Chairman) | |
| Zhou Shouwei | |
| Wu Zhenfang | |