

PETROCHINA CO LTD
Form SC 13G
January 27, 2004

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

SCHEDULE 13G

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULES 13d-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT
TO RULE 13d-2(b)
(Amendment No. 1)**

PetroChina Company Limited

(Name of Issuer)

American Depositary Shares, each representing 100 H shares,

par value RMB 1.00 per share

(Title of Class of Securities)

71646E100

(CUSIP Number)

January 12, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

CUSIP No. 71646E100

13G

Page 2 of 7 Pages

1. NAME OF REPORTING PERSONS

I.R.S IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

BP p.l.c

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

England & Wales

5. SOLE VOTING POWER

0

NUMBER OF
SHARES

6. SHARED VOTING POWER

BENEFICIALLY

0

OWNED BY

EACH

7. SOLE DISPOSITIVE POWER

REPORTING

0

PERSON

WITH

8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0%

12. TYPE OF REPORTING PERSON
CO, HC

CUSIP No. 71646E100 **13G** Page 3 of 7 Pages

1. NAME OF REPORTING PERSONS
I.R.S IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

BP Global Investments Limited

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

England & Wales

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5. SOLE VOTING POWER

0

NUMBER OF
SHARES

6. SHARED VOTING POWER

BENEFICIALLY

0

OWNED BY

7. SOLE DISPOSITIVE POWER

EACH

REPORTING

0

PERSON

8. SHARED DISPOSITIVE POWER

WITH

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

12. TYPE OF REPORTING PERSON

CO, HC

CUSIP No. 71646E100

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1. NAME OF REPORTING PERSONS

I.R.S IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

BP Investments China Limited

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

England & Wales

5. SOLE VOTING POWER

0

NUMBER OF

SHARES

6. SHARED VOTING POWER

BENEFICIALLY

0

OWNED BY

EACH

7. SOLE DISPOSITIVE POWER

REPORTING

0

PERSON

WITH

8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

12. TYPE OF REPORTING PERSON

CO

Item 1(a). Name of Issuer:

No change.

Item 1(b). Address of Issuer's Principal Executive Offices:

No change.

Item 2(a). Name of Person Filing:

No change.

Item 2(b). Address of Principal Business Office or, if None, Residence:

No change.

Item 2(c). Citizenship:

No change.

Item 2(d). Title of Class of Securities:

No change.

Item 2(e). CUSIP Number:

No change.

**Item 3. If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check
Whether the Person Filing is a:**

No change.

Item 4. Ownership.

- (a) Amount beneficially owned: 0

- (b) Percent of class: 0%

- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote 0

 - (ii) Shared power to vote or to direct the vote 0

 - (iii) Sole power to dispose or to direct
the disposition of 0

 - (iv) Shared power to dispose or to direct
the disposition of 0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

No change.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

No change.

Item 8. Identification and Classification of Members of the Group.

No change.

Item 9. Notice of Dissolution of Group.

No change.

Item 10. Certifications.

No change.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

For BP p.l.c.:

27 January 2004

(Date)

/s/ D. Pearl

(Signature)

D. Pearl / Deputy Secretary

(Name/Title)

For BP Global Investments Limited:

27 January 2004

(Date)

/s/ FWM Starkie

(Signature)

FWM Starkie / Director

(Name/Title)

For BP Investments China Limited:

27 January 2004

(Date)

/s/ J G Nemeth

(Signature)

J.G. Nemeth / Director

(Name/Title)