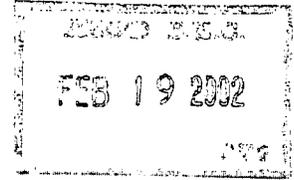


P.E. 2/8/02



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
UNDER THE SECURITIES EXCHANGE ACT OF 1934

PROCESSED
FEB 25 2002

THOMSON
FINANCIAL

For the month of February 08, 2002

Petróleo Brasileiro S.A. - PETROBRAS (Brazilian Petroleum Corporation - PETROBRAS)
(Translation of registrant's name into English)

Avenida República do Chile, 65, 20035-900 - Rio de Janeiro - RJ, Brazil
(Address of principal executive office)

(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 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

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b).
No. 82-4153)

SIGNATURES

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.

Petróleo Brasileiro S.A. - PETROBRAS
(Registrant)

Date February 08, 2002

By:
Name: Luciana Bastos de Freitas Rachid
Title: Executive Manager



PETROBRAS

PETRÓLEO BRASILEIRO S.A. - PETROBRAS

Publicly Listed Companies

Relevant Fact

CAPITAL INCREASE

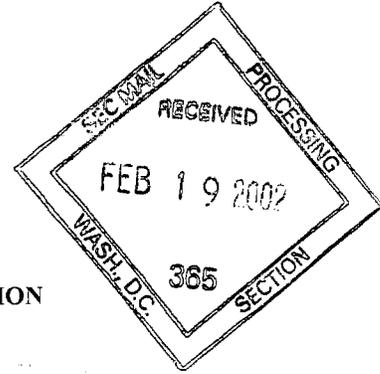
The Board of Directors of PETROBRAS will submit to the Extraordinary General Meeting, to be held together with the Annual General Meeting on March 22, 2002 a proposal to increase the capital stock of the Company from R\$ 13,033 million to R\$ 16,292 million, by the capitalization of profit reserves constituted in previous periods, without the issue of any new shares, with the purpose of making the Company's capital more compatible with the level of capital expenditures of the oil industry, which is capital intensive and has a long payback cycle.

Rio de Janeiro, February 08, 2002

PETRÓLEO BRASILEIRO S.A. - PETROBRAS

João P. Nogueira Batista

CFO and Investor Relations Director



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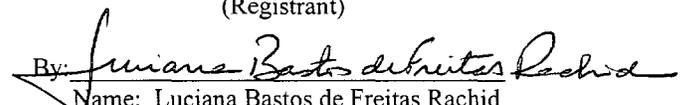
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