

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

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

For the month of May 2004  
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Commission File Number: 333-110455  
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CTRIP.COM INTERNATIONAL, LTD.

3F, Building 63-64  
No. 421 Hong Cao Road  
Shanghai 200233, People's Republic of China  
(Address of principal executive offices)

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            Form 40-F \_\_\_\_\_  
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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          
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If "Yes" is marked, indicate below the file number assigned to the registrant in  
connection with Rule 12g3-2(b): 82-        N/A  
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CTTRIP.COM INTERNATIONAL, LTD.

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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.

CTRIP.COM INTERNATIONAL, LTD.

By: /s/ Neil Nanpeng Shen

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Name: Neil Nanpeng Shen

Title: President and Chief Financial Officer

Date: May 11, 2004

## Exhibit 99.1

Ctrip.com International, Ltd.  
Consolidated Balance Sheets

	December 31, 2003 RMB	March 31, 2004 RMB	March 31, 2004 USD (Note 1)
<b>ASSETS</b>			
<b>Current assets:</b>			
Cash	471,968,850	472,557,343	57,092,829
Accounts receivable	28,939,700	37,396,134	4,518,078
Due from related parties	611,640	747,004	90,251
Prepayments and other current assets	7,130,947	6,983,033	843,667
Deferred tax assets, current	541,300	686,802	82,977
<b>Total current assets</b>	<b>509,192,437</b>	<b>518,370,316</b>	<b>62,627,802</b>
<b>Long-term assets:</b>			
Long-term loans to related parties	2,310,000	1,750,000	211,429
Long-term deposits	11,192,277	15,776,889	1,906,112
Property, equipment and software	23,279,247	29,059,052	3,510,819
Goodwill	9,515,849	9,515,849	1,149,674
Other intangible assets	1,715,253	1,592,028	192,344
<b>Total assets</b>	<b>557,205,063</b>	<b>576,064,134</b>	<b>69,598,180</b>
<b>LIABILITIES</b>			
<b>Current liabilities:</b>			
Accounts payable	14,694,057	20,093,469	2,427,627
Due to a related party	4,018,284	4,016,877	485,306
Salary and welfare payable	9,799,711	7,695,271	929,717
Taxes payable	9,270,024	9,700,343	1,171,964
Advances from customers	3,839,843	4,838,554	584,578
Provisions for customer reward program	4,708,670	5,828,677	704,202
Other payables and accruals	17,586,657	7,589,703	916,963
<b>Total current liabilities</b>	<b>63,917,246</b>	<b>59,762,893</b>	<b>7,220,357</b>
Minority interests	563,655	584,271	70,590
Commitments and contingencies	-	-	-
<b>Shareholders' equity</b>			
Share capital	2,498,484	2,526,771	305,276
Additional paid-in capital	498,566,368	500,667,991	60,489,065
Statutory reserves	5,531,309	5,531,309	668,275
Deferred share-based compensation	(4,995,407)	(4,389,129)	(530,280)
Cumulative translation adjustments	1,575,733	105,691	12,769
Accumulated deficit	(10,452,325)	11,274,336	1,362,128
<b>Total shareholders' equity</b>	<b>492,724,162</b>	<b>515,716,969</b>	<b>62,307,233</b>
<b>Total liabilities and shareholders' equity</b>	<b>557,205,063</b>	<b>576,064,134</b>	<b>69,598,180</b>

Note 1: The conversion of RMB into USD is based on the noon buying rate of USD1.00=RMB8.2770 on March 31, 2004 in The City of New York for cable transfers of RMB as certified for customs purposes by the Federal Reserve Bank of New York.

Ctrip.com International, Ltd.  
Consolidated Statements of Operations and Comprehensive Income (Loss)

	Quarter Ended March 31, 2003 RMB	Quarter Ended December 31, 2003 RMB	Quarter Ended March 31, 2004 RMB	Quarter Ended March 31, 2004 USD (Note 1)
<b>Revenues:</b>				
Hotel reservation	30,249,848	57,860,634	54,605,829	6,597,297
Air-ticketing	2,413,312	8,675,037	10,328,295	1,247,831
Packaged tour	140,000	3,053,684	1,925,268	232,605
Others	813,611	1,763,383	1,125,677	136,001
<b>Total revenues</b>	<b>33,616,771</b>	<b>71,352,738</b>	<b>67,985,069</b>	<b>8,213,733</b>
<b>Less: business tax and related surcharges</b>	<b>(1,666,860)</b>	<b>(3,923,021)</b>	<b>(3,635,889)</b>	<b>(439,276)</b>
<b>Net revenues</b>	<b>31,949,911</b>	<b>67,429,717</b>	<b>64,349,180</b>	<b>7,774,457</b>
<b>Cost of services</b>	<b>(4,209,954)</b>	<b>(11,206,893)</b>	<b>(9,719,206)</b>	<b>(1,174,243)</b>
<b>Gross profit</b>	<b>27,739,957</b>	<b>56,222,824</b>	<b>54,629,974</b>	<b>6,600,214</b>
<b>Operating expenses:</b>				
Product development	(4,436,421)	(7,429,255)	(7,088,586)	(856,420)
Sales and marketing	(8,794,004)	(19,169,772)	(14,576,211)	(1,761,050)
General and administrative	(4,224,784)	(6,758,199)	(6,725,580)	(812,563)
Share-based compensation	(218,633)	(552,566)	(553,526)	(66,875)
Amortization of goodwill and other intangible assets	(88,310)	(123,225)	(123,225)	(14,888)
Other expenses incurred for joint venture companies	-	-	-	-
<b>Total operating expenses</b>	<b>(17,762,152)</b>	<b>(34,033,017)</b>	<b>(29,067,128)</b>	<b>(3,511,795)</b>
<b>Income from Operations</b>	<b>9,977,805</b>	<b>22,189,807</b>	<b>25,562,846</b>	<b>3,088,419</b>
<b>Interest income</b>	<b>48,992</b>	<b>157,980</b>	<b>729,161</b>	<b>88,095</b>
<b>Interest expense</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Other income (expense)</b>	<b>51,020</b>	<b>1,618,497</b>	<b>(199,477)</b>	<b>(24,100)</b>
<b>Income before income tax benefit (expense), minority interests and share of income (loss) of joint venture companies</b>	<b>10,077,817</b>	<b>23,966,284</b>	<b>26,092,530</b>	<b>3,152,414</b>
<b>Income tax benefit (expense)</b>	<b>(3,431,693)</b>	<b>716,887</b>	<b>(4,345,253)</b>	<b>(524,979)</b>
<b>Minority interests</b>	<b>-</b>	<b>(61,956)</b>	<b>(20,616)</b>	<b>(2,491)</b>
<b>Share of income (loss) of joint venture companies</b>	<b>108,634</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net income</b>	<b>6,754,758</b>	<b>24,621,215</b>	<b>21,726,661</b>	<b>2,624,944</b>
<b>Accretion for Series B Redeemable Convertible Preferred Shares</b>	<b>(4,500,918)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Dividends to holders of Series A and Series B Preferred Shares</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Deemed dividends to holders of Series A and Series B Preferred Shares for spin-off of joint venture companies</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Deemed dividends upon repurchase of Preferred Shares</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net income (loss) attributable to ordinary shareholders</b>	<b>2,253,840</b>	<b>24,621,215</b>	<b>21,726,661</b>	<b>2,624,944</b>
<b>Other comprehensive income:</b>				
Translation adjustments	(21,656)	1,387,875	(1,470,042)	(177,606)
<b>Comprehensive income</b>	<b>6,733,102</b>	<b>26,009,090</b>	<b>20,256,619</b>	<b>2,447,338</b>
<b>Earnings (loss) per ordinary share</b>				
- Basic	0.24	1.75	0.71	0.09
- Diluted	0.15	0.88	0.68	0.08
<b>Earnings (loss) per ADS</b>				
- Basic	0.48	3.50	1.42	0.17
- Diluted	0.30	1.76	1.36	0.16
<b>Weighted average ordinary shares outstanding</b>				
- Basic	9,520,698	14,064,565	30,461,804	30,461,804
- Diluted	14,812,880	27,944,133	32,160,193	32,160,193

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