CTRIP COM INTERNATIONAL LTD Form SC 13G/A February 11, 2005

Page 1 of 13

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G

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

Ctrip.com International, Ltd.

(Name of Issuer)

Ordinary Shares

(Title of Class of Securities)

22943F100

(CUSIP Number)

December 31, 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)
- |X| Rule 13d-1(c)
- | | Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

Page 1 of 13 Pages

		-				
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Tiger Technology Performance, L.L.C. ("Tiger LLC")					
2	CHECK THE APPROPRIATE B	OX IF A M	EMBER OF A GROUP* (a) (b) X			
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF Delaware	ORGANIZA	TION			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 487,807 shares (which includes 242,087 American Depositary Shares which may be exchanged into Ordinary Shares), of which 474,488 are directly owned by Tiger Technology, L.P. ("Tiger") and 13,319 are directly owned by Tiger Technology II, L.P. ("Tiger II"). Tiger LLC is the general partner of Tiger and Tiger II, and may be deemed to have sole voting power with respect to such shares, and Charles P. Coleman III ("Coleman"), the managing member of Tiger LLC, may be deemed to have sole voting power with respect to such shares.			
		6	SHARED VOTING POWER See response to row 5.			
		7	SOLE DISPOSITIVE POWER 487,807 shares (which includes 242,087 American Depositary Shares which may be exchanged into Ordinary Shares), of which 474,488 are directly owned by Tiger and 13,319 are directly owned by Tiger II. Tiger LLC is the general partner of Tiger and Tiger II, and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the			

			managing member of be deemed to have s power with respect	sole dispositive
		8	SHARED DISPOSITIVE See response to row	
9	AGGREGATE AMOUNT BENH REPORTING PERSON	EFICIALLY O	WNED BY EACH	487,807
10	CHECK BOX IF THE AGGE EXCLUDES CERTAIN SHAP		NT IN ROW (9)	
11	PERCENT OF CLASS REPH	RESENTED BY	AMOUNT IN ROW 9	1.6%
12	TYPE OF REPORTING PER	RSON*		00
	* SEE INSTRUC	CTIONS BEFO	RE FILLING OUT!	
CUSIP NO. 2	22943F100	13	G	Page 3 of 13
1	NAME OF REPORTING PEH I.R.S. IDENTIFICATION Tiger Techno	N NO. OF AB		S ONLY)
2	CHECK THE APPROPRIATE	E BOX IF A		(b) X
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE Delaware	OF ORGANIZ	ATION	
	NUMBER OF	5	SOLE VOTING POWER 474,488 shares (wh:	ich represents

OWNED BY EACH REPORTING PERSON WITH		Ordinary Shares), exc Tiger LLC, the genera Tiger, may be deemed voting power with res shares, and Coleman, member of Tiger LLC, to have sole voting p respect to such share	al partner of to have sole spect to such the managing may be deemed power with
	6	SHARED VOTING POWER See response to row 5	5.
	7	SOLE DISPOSITIVE POWE 474,488 shares (which 237,244 American Depo which may be exchange Ordinary Shares), exc Tiger LLC, the genera Tiger, may be deemed dispositive power wit such shares, and Cole managing member of Ti be deemed to have sol power with respect to	n represents ositary Shares ed into cept that al partner of to have sole th respect to eman, the iger LLC, may Le dispositive
	8	SHARED DISPOSITIVE PO See response to row 7	
9 AGGREGATE AMOUNT BENEFIC REPORTING PERSON	CIALLY OW	NED BY EACH	474 , 488
10 CHECK BOX IF THE AGGREGA EXCLUDES CERTAIN SHARES*		T IN ROW (9)	
11 PERCENT OF CLASS REPRESE	ENTED BY .	AMOUNT IN ROW 9	1.5%
12 TYPE OF REPORTING PERSON	1*		PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO.	. 22943F100	13 G			Page	4 of	13
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO Tiger Technology				ONLY)		
2	CHECK THE APPROPRIATE BO	X IF A M		GROUP* a)	(d)	X	
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF (Delaware	DRGANIZA	TION				
	NUMBER OF	5	SOLE VOTIN			les	
	SHARES	4,843 American Dep which may be excha Ordinary Shares),		rican Depo	sitary S	Share	s
	BENEFICIALLY			Shares), e	xcept th	nat	
	OWNED BY EACH		Tiger LLC, the general part. Tiger II, may be deemed to				
	REPORTING		sole votin	ng power with respect to es, and Coleman, the			
	PERSON		managing m	nember of	of Tiger LLC, may e sole voting		
	WITH		power with				
		6	SHARED VOI See respor				
		7	SOLE DISPO 13,319 sha 4,843 Amer which may Ordinary S Tiger LLC, Tiger II, sole dispo respect to Coleman, t Tiger LLC, sole dispo respect to	ares (whic cican Depo be exchan Ghares), e the gene may be de ositive po o such sha che managi may be d ositive po	h includ sitary 3 ged into xcept th ral part emed to wer with res, and ng membe eemed to wer with	Share nat iner have n d er of p hav	of

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		8	SHARED DISPOSITIVE See response to ro	
9	AGGREGATE AMOUNT BENEF REPORTING PERSON	'ICIALLY O	WNED BY EACH	13,319
10	CHECK BOX IF THE AGGRE EXCLUDES CERTAIN SHARE		NT IN ROW (9)	
11	PERCENT OF CLASS REPRE	SENTED BY	AMOUNT IN ROW 9	0.0%
12	TYPE OF REPORTING PERS	;0N*		PN
	* SEE INSTRUCT	IONS BEFO	RE FILLING OUT!	
CUSIP NO.	22943F100	13	G	Page 5 of 13
1	NAME OF REPORTING PERS I.R.S. IDENTIFICATION Tiger Technol	NO. OF AB	OVE PERSONS (ENTITIE) ("Tiger Ltd.")	S ONLY)
2	CHECK THE APPROPRIATE	BOX IF A		(b) X
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE C Cayman Island		ATION	
	NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 112,246 shares (wh 56,123 American Dey which may be excha Ordinary Shares), Tiger Technology M	positary Shares nged into except that

6

	OWNED BY EACH REPORTING PERSON WITH		L.L.C. ("Technolog the investment man Ltd., may be deeme voting power with shares, and Colema member of Technolo may be deemed to h power with respect	ager of Tiger d to have sole respect to such n, the managing ogy Management, nave sole voting
		6	SHARED VOTING POWE See response to ro	
		7	SOLE DISPOSITIVE P 112,246 shares (wh 56,123 American De which may be excha Ordinary Shares), Technology Managem investment manager may be deemed to h dispositive power such shares, and C managing member of Management, may be sole dispositive p respect to such sh	thich represents positary Shares anged into except that ent, the of Tiger Ltd., have sole with respect to coleman, the Technology e deemed to have power with
		8	SHARED DISPOSITIVE See response to ro	
9	AGGREGATE AMOUNT BENE REPORTING PERSON	EFICIALLY	OWNED BY EACH	112,246
10	CHECK BOX IF THE AGGE EXCLUDES CERTAIN SHAF		DUNT IN ROW (9)	1 1
11	PERCENT OF CLASS REPP			0.4%
12	TYPE OF REPORTING PEF	<pre><son*< pre=""></son*<></pre>		со

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO.	22943F100		13 G	Page 6 of 13
1		NO. O		VE PERSONS (ENTITIES ONLY) t, L.L.C. ("Technology Management")
2	CHECK THE APPROPRIATE	E BOX I	 F A MI	EMBER OF A GROUP* (a) (b) X
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE Delaware	OF ORG.	ANIZA	LION
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5	SOLE VOTING POWER 112,246 shares (which represents 56,123 American Depositary Shares which may be exchanged into Ordinary Shares), all of which are directly owned by Tiger Ltd. Technology Management is the investment manager of Tiger Ltd., and may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of Technology Management, may be deemed to have sole voting power with respect to such shares.
		-	6 7	SHARED VOTING POWER See response to row 5. SOLE DISPOSITIVE POWER
				112,246 shares (which represents 56,123 American Depositary Shares which may be exchanged into Ordinary Shares), all of which are directly owned by Tiger Ltd. Technology Management is the investment manager of Tiger Ltd., and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Technology Management, may be deemed to have

	sole dispositiv respect to such	
	8 SHARED DISPOSIT See response to	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	112,246
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.4%
12	TYPE OF REPORTING PERSON*	00
	* SEE INSTRUCTIONS BEFORE FILLING OUT!	
CUSIP NO.	22943F100 13 G	Page 7 of 13
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTI Tiger Technology Private Investment Par ("Technology Partners")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)	* (b) X
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands	

	NUMBER OF SHARES BENEFICIALLY WNED BY EACH REPORTING PERSON	5	SOLE VOTING POWER 959,122 shares, excep Technology PIP Perfor ("Tiger PIP"), the ge of Technology Partner deemed to have sole v with respect to such Coleman, the managing Tiger PIP, may be dee sole voting power wit such shares.	mance, L.L.C. neral partner s, may be oting power shares, and member of med to have
	WITH	6	SHARED VOTING POWER See response to row 5	
		7	SOLE DISPOSITIVE POWE 959,122 shares, excep PIP, the general part Technology Partners, to have sole disposit with respect to such Coleman, the managing Tiger PIP, may be dee sole dispositive powe respect to such share	t that Tiger ner of may be deemed ive power shares, and member of med to have r with
		8	SHARED DISPOSITIVE PO See response to row 7	
9	AGGREGATE AMOUNT BENEFI REPORTING PERSON	CIALLY OW	NED BY EACH	959,122
10	CHECK BOX IF THE AGGREG EXCLUDES CERTAIN SHARES		T IN ROW (9)	
11	PERCENT OF CLASS REPRES	SENTED BY	AMOUNT IN ROW 9	3.1%
	TYPE OF REPORTING PERSC			PN
	* SEE INSTRUCTI	IONS BEFOR	E FILLING OUT!	

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CUSIP NO.	22943F100		13 G		Page 8 of 13
1	NAME OF REPORTING PERSO I.R.S. IDENTIFICATION N Tiger Technolo	NO. 0	F ABOVE PERSON IP Performance		-
2	CHECK THE APPROPRIATE I	30X I	F A MEMBER OF		(b) X
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OI Delaware	F ORG	ANIZATION		
	NUMBER OF	5		ING POWER	of which are
	SHARES		directly	959,122 shares, all of wh directly owned by Technol Partners. Tiger PIP is th partner of Technology Par and may be deemed to have voting power with respect shares, and Coleman, the member of Tiger PIP, may to have sole voting power	echnology
	BENEFICIALLY		partner		gy Partners,
	OWNED BY EACH		voting p		espect to such
	REPORTING		member c		, may be deemed
	PERSON			to such sha	
	WITH				
		6		OTING POWER oonse to row	
		7	959,122 directly Partners partner and may disposit such sha managing be deeme	y owned by T s. Tiger PIP of Technolo be deemed t tive power w ares, and Co g member of ed to have s	of which are echnology is the general gy Partners, o have sole ith respect to
		8		DISPOSITIVE	

9	AGGREGATE AMOUNT REPORTING PERSON	BENEFICIALLY	959 , 122		
10	CHECK BOX IF THE EXCLUDES CERTAIN		UNT IN ROW (9)	1 1	
11	PERCENT OF CLASS	REPRESENTED B	y Amount in row 9	3.1%	
12	TYPE OF REPORTING	G PERSON*		00	_
	*SEE INS	STRUCTIONS BEF(DRE FILLING OUT!		
CUSIP NO.	22943F100		G	Page 9 of 1	3
1			BOVE PERSONS (ENTITIE I ("Coleman")	CS ONLY)	
2	CHECK THE APPROPE	RIATE BOX IF A		(b) X	
3	SEC USE ONLY				
4	CITIZENSHIP OR PI U.S. Cit		ZATION		
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	5	SOLE VOTING POWER 1,559,175 shares 298,210 American E which may be excha Ordinary Shares), are directly owned 13,319 are directl II, 112,246 are di	Depositary Share anged into of which 474,48 a by Tiger, ang owned by Tige arectly owned by	8 r
	REPORTING		Tiger Ltd. and 959 directly owned by		

	PERSON WITH		Partners. Coleman is t member of each of Tige general partner of Tig II), Technology Manage investment manager of and Tiger PIP (the gen of Technology Partners be deemed to have sole power with respect to	er LLC (the ger and Tiger ement (the Tiger Ltd.) heral partner s), and may e voting
		6	SHARED VOTING POWER See response to row 5.	
		7	SOLE DISPOSITIVE POWER 1,559,175 shares (whic 298,210 American Depos which may be exchanged Ordinary Shares), of w are directly owned by 13,319 are directly ow II, 112,246 are direct Tiger Ltd. and 959,122 directly owned by Tech Partners. Coleman is t member of each of Tige general partner of Tig II), Technology Manage investment manager of and Tiger PIP (the gen of Technology Partners be deemed to have sole power with respect to	ch includes sitary Shares d into which 474,488 Tiger, aned by Tiger cly owned by c are nology che managing er LLC (the ger and Tiger ment (the Tiger Ltd.) neral partner s), and may e dispositive
		8	SHARED DISPOSITIVE POW See response to row 7.	
9	AGGREGATE AMOUNT BENEFI	CIALLY OWN	NED BY EACH	1,559,175
10	CHECK BOX IF THE AGGREG. EXCLUDES CERTAIN SHARES		I IN ROW (9)	11
11	PERCENT OF CLASS REPRES	ENTED BY A	AMOUNT IN ROW 9	5.0%
12	TYPE OF REPORTING PERSO			IN

13

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 10 of 13

This Amendment No. 2 amends the Amendment No. 1 of the statement on Schedule 13G filed by Tiger Technology, L.P., Tiger Technology II, L.P., Tiger Technology Performance, L.L.C., Tiger Technology, Ltd., Tiger Technology Management, L.L.C., Tiger Technology Private Investment Partners, L.P., Tiger Technology PIP Performance, L.L.C. and Charles P. Coleman III. Only those items as to which there has been a change are included in this Amendment No. 2.

ITEM 4. OWNERSHIP:

The following information with respect to the ownership of the Ordinary Shares of the issuer by the persons filing this Statement is provided as of December 31, 2004:

(a) AMOUNT BENEFICIALLY OWNED:

See Row 9 of cover page for each Reporting Person.

(b) PERCENT OF CLASS:

See Row 11 of cover page for each Reporting Person.

- (c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
 - (i) SOLE POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 5 of cover page for each Reporting Person.

(ii) SHARED POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 6 of cover page for each Reporting Person.

(iii) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 7 of cover page for each Reporting Person.

(iv) SHARED POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 8 of cover page for each Reporting Person.

Page 11 of 13

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| Yes

Page 12 of 13

SIGNATURES

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.

Dated: February 9, 2005

Tiger Technology, L.P. By Tiger Technology Performance, L.L.C. Its General Partner

Tiger Technology II, L.P. By Tiger Technology Performance, L.L.C. Its General Partner

Tiger Technology, Ltd. By Tiger Technology Management, L.L.C. Its Investment Manager

Tiger Technology Private Investment Partners, L.P. By Tiger Technology PIP Performance, L.L.C. Its General Partner /s/ Charles P. Coleman III ------Signature

Charles P. Coleman III Managing Member

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III Managing Member

/s/ Charles P. Coleman III ------Signature

Charles P. Coleman III Managing Member

/s/ Charles P. Coleman III ------Signature

Charles P. Coleman III Managing Member

Tiger Technology Performance, L.L.C.

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III Managing Member

Page 13 of 13

/s/ Charles P. Coleman III -----Signature

Charles P. Coleman III Managing Member

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III Managing Member

/s/ Charles P. Coleman III ------Signature

Tiger Technology Management, L.L.C.

Tiger Technology PIP Performance, L.L.C.

Charles P. Coleman III