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

Commission File Number: 333-110455

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	Χ	Form	40-F	_			
Indicate by check mark if t permitted by Regulation S-1					6-K in	paper	as
Indicate by check mark if t permitted by Regulation S-1					6-K in	paper	as
Indicate by check mark whet Form, the registrant is als	,						İS

Indicate by Form, the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes _____ No _X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- N/A

CTRIP.COM INTERNATIONAL, LTD.

Form 6-K

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Financial Results of First Quarter of 2004	Exhibit 99.1	4

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

Name: Neil Nanpeng Shen Title: President and Chief Financial Officer

Date: May 11, 2004

Ctrip.com International, Ltd. Consolidated Balance Sheets

ASSETS Current assets: Cash 471,968,850 472,557,343 57,692,823 Accounts receivable 28,839,709 37,396,134 4,518,678 Due from related parties 611,640 747,064 69,251 Prepayments and other current assets 611,640 747,064 696,251 Prepayments and other current assets 611,640 747,064 686,802 82,977 Catal current assets 641,800 686,802 82,977 Catal current assets 699,192,437 518,370,316 62,627,802 Catal current assets 699,192,437 518,370,316 62,627,802 Catal current deposits 11,192,277 15,776,809 2,11,29 Long-term deposits 11,192,277 15,776,809 1,906,112 Property, equipment and software 23,279,247 29,659,052 3,510,819 Goodwill 9,515,849 9,515,849 1,149,674 Cital assets 1,715,253 1,592,028 192,344 Total assets 557,265,663 576,664,134 69,599,180 Current liabilities: Current liabilities: Accounts payable 14,694,657 26,093,469 2,427,627 Due to a related party 4,918,284 4,016,877 485,306 Salary and welfare payable 9,799,711 7,695,271 929,717 Taxes payable 9,799,711 7,695,271 929,717 Taxes payable 9,799,024 9,709,343 1,171,964 Advances from customers 3,839,843 4,838,554 584,578 Provisions for customer reward program 4,786,670 7,589,703 916,963 Cotal current liabilities 63,917,246 59,762,893 7,229,357 Commitments and contingencies 563,655 584,271 76,590 Commitments and contingencies 5,531,999 5,513,999 60,483,665 Cumulative translation adjustments 1,575,732 105,990 10,493,691 12,769 Accumulated deficit 4,995,407 4,939,129 639,228 Deferered share-based compensation 4,995,407 4,399,129 639,228 Deferered share-based compensation 4,995,407 4,399,129 639,228 Deferered share-based compensation 4,995,603 506,607,991 60,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665 600,483,665		December 31, 2003 RMB	March 31, 2004 RMB	March 31, 2004 USD (Note 1)
Current assets: Cash	ASSETS			
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Total current assets 509,192,437 518,376,316 62,627,802 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 29,059,062 3,510,819 Goodwill 9,515,849 9,515,849 1,149,674 Other intangible assets 1,715,283 1,592,028 192,344 Total assets 557,285,063 576,064,134 69,588,180 ***********************************	Deferred tay assets current	5/1 300	686 802	82 977
Total current assets 509,192,437 518,376,316 62,627,802 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 29,059,062 3,510,819 Goodwill 9,515,849 9,515,849 1,149,674 Other intangible assets 1,715,283 1,592,028 192,344 Total assets 557,285,063 576,064,134 69,588,180 ***********************************	berefred tax assets, current	341,300		
Other intangible assets 1,715,253 1,592,028 192,344 Total assets 557,205,063 576,064,134 69,598,180	Total current assets	509,192,437	518,370,316	62,627,802
Other intangible assets 1,715,253 1,592,028 192,344 Total assets 557,205,063 576,064,134 69,598,180	Long-term loans to related parties	2,310,000	1,750,000	211,429
Other intangible assets 1,715,253 1,592,028 192,344 Total assets 557,205,063 576,064,134 69,598,180		11,192,277	15,776,889	1,906,112
Other intangible assets 1,715,253 1,592,028 192,344 Total assets 557,205,063 576,064,134 69,598,180		23, 279, 247	29,059,052	3,510,819
Total assets 557, 265, 663 576, 664, 134 69, 598, 180 Comment		9,515,849	9,515,849	1,149,674
Total assets 557, 265, 663 576, 664, 134 69, 598, 180 Commerce Other intangible assets	1,715,253	1,592,028	192,344	
LIABILITIES CUrrent liabilities: 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 Total current liabilities 63,917,246 59,762,893 7,220,357 Minority interests 563,655 584,271 70,590 Commitments and contingencies 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 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180		557,205,063	576,064,134	69,598,180
Current liabilities: Accounts payable Due to a related party 1,018,284 Accounts payable Due to a related party 1,018,284 Accounts payable Porto a related party 1,018,284 Accounts payable Porto a related party 1,018,284 Accounts payable Porto a related party Accounts payable Porto Accounts Porto A		=======================================	=======================================	=======================================
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Salary and welfare payable 9,799,711 7,695,271 929,717 Taxes payable 9,270,024 9,700,034 1,171,964 Advances from customers 3,839,843 4,838,554 584,578 Provisions for customer reward program other payables and accruals 4,708,670 5,828,677 704,202 Other payables and accruals 17,586,657 7,589,703 916,963 Total current liabilities 63,917,246 59,762,893 7,220,357 Minority interests 563,655 584,271 70,590 Commitments and contingencies - - - Shareholders' equity 5hare 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 Total shareholders' equity 492,724,162 515,716,969 62,30		14,694,057	20,093,469	2,427,627
Taxes payable 9,270,024 9,700,343 1,171,964 Advances from customers 3,839,843 4,838,554 584,578 700,343 4,788,670 5,828,677 704,202 0ther payables and accruals 17,586,657 7,589,703 916,963 70tal current liabilities 63,917,246 59,762,893 7,220,357 70tal current liabilities 563,917,246 59,762,893 7,220,357 70tal current liabilities 563,655 584,271 70,590 70,5		4,018,284	4,016,877	485,306
Advances from customers Provisions for customer reward program Other payables and accruals 704,202 Other payables and accruals 705,828,677 7,589,703 916,963 705,828,677 7,589,703 916,963 705,828,677 7,589,703 916,963 705,828,677 7,589,703 705,828 707,220,357 707,590 708,590 708,655 7,588,271 708,590 708,590 808,275 808,27		9,799,711	7,695,271	
Advances from customers Provisions for customer reward program Other payables and accruals 704,202 Other payables and accruals 705,828,677 7,589,703 916,963 705,828,677 7,589,703 916,963 705,828,677 7,589,703 916,963 705,828,677 7,589,703 705,828 707,220,357 707,590 708,590 708,655 7,588,271 708,590 708,590 808,275 808,27		9,270,024	9,700,343	1,171,964
Other payables and accruals 17,586,657 7,589,703 916,963 Total current liabilities 63,917,246 59,762,893 7,220,357 Minority interests		3,839,843	4,838,554	584,578
Other payables and accruals 17,586,657 7,589,703 916,963 Total current liabilities 63,917,246 59,762,893 7,220,357 Minority interests		4,708,670	5,828,677	
Total current liabilities 63,917,246 59,762,893 7,220,357 Minority interests 563,655 584,271 70,590 Commitments and contingencies	Other payables and accruals	17 586 657	7 589 703	916,963
Commitments and contingencies - - Shareholders' equity - - 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 Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180				
Commitments and contingencies - - Shareholders' equity - - 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 Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180				
Shareholders' equity 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 Total shareholders' equity 492,724,162 515,716,969 62,307,233		563,655	584,271	70,590
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 Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Commitments and contingencies	-	-	
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 Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Shareholders' equity			
Deferred share-based compensation (4,995,407) (4,389,129) (530,280		2,498,484	2,526,771	305,276
Deferred share-based compensation (4,995,407) (4,389,129) (530,280			500,667,991	
Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Statutory reserves	5,531,309	5,531,309	
Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Deferred share-based compensation	(4,995,407)	(4,389,129)	(530, 280)
Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180		1,575,733	105,691	
Total shareholders' equity 492,724,162 515,716,969 62,307,233 Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Accumulated deficit	(10,452,325)	11,274,336	1,362,128
Total liabilities and shareholders' equity 557,205,063 576,064,134 69,598,180	Total shareholders' equity	492,724,162	515,716,969	62,307,233

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.

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

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.