

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

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)

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)

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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 BOX IF A MEMBER OF A GROUP*
(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 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

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managing member of Tiger LLC, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 487,807

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 1.6%

12 TYPE OF REPORTING PERSON* 00

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Technology, L.P. ("Tiger")

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
474,488 shares (which represents

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SHARES 237,244 American Depositary Shares
 BENEFICIALLY which may be exchanged into
 OWNED BY EACH Ordinary Shares), except that
 REPORTING Tiger LLC, the general partner of
 PERSON Tiger, may be deemed to have sole
 WITH voting power with respect to such
 shares, and 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
 474,488 shares (which represents
 237,244 American Depositary Shares
 which may be exchanged into
 Ordinary Shares), except that
 Tiger LLC, the general partner of
 Tiger, may be deemed to have sole
 dispositive power with respect to
 such shares, and Coleman, the
 managing member of Tiger LLC, may
 be deemed to have sole dispositive
 power with respect to such shares.

8 SHARED DISPOSITIVE POWER
 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 474,488
 REPORTING PERSON

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 1.5%

12 TYPE OF REPORTING PERSON* PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 13,319

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON* PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Technology, Ltd. ("Tiger Ltd.")

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 5 SOLE VOTING POWER
SHARES 112,246 shares (which represents
BENEFICIALLY 56,123 American Depositary Shares
which may be exchanged into
Ordinary Shares), except that
Tiger Technology Management,

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OWNED BY EACH REPORTING PERSON WITH L.L.C. ("Technology Management"), the investment manager of Tiger Ltd., 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 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
112,246 shares (which represents 56,123 American Depositary Shares which may be exchanged into Ordinary Shares), except that Technology Management, the investment manager of Tiger Ltd., 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 dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

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* CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

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!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Technology Private Investment Partners, L.P.
("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

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 959,122 shares, except that Tiger Technology PIP Performance, L.L.C. ("Tiger PIP"), the general partner of Technology Partners, may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of Tiger PIP, 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 959,122 shares, except that Tiger PIP, the general partner of Technology Partners, may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Tiger PIP, may be deemed to have sole dispositive power with respect to such shares.	
	8	SHARED DISPOSITIVE POWER See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	959,122	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	3.1%	
12	TYPE OF REPORTING PERSON*	PN	

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP NO. 22943F100

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Technology PIP Performance, L.L.C. ("Tiger PIP")

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SOLE VOTING POWER
959,122 shares, all of which are directly owned by Technology Partners. Tiger PIP is the general partner of Technology Partners, and may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of Tiger PIP, 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
959,122 shares, all of which are directly owned by Technology Partners. Tiger PIP is the general partner of Technology Partners, and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Tiger PIP, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 959,122

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.1%

12 TYPE OF REPORTING PERSON* 00

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Charles P. Coleman III ("Coleman")

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
SHARES 1,559,175 shares (which includes
BENEFICIALLY 298,210 American Depositary Shares
OWNED BY EACH which may be exchanged into
REPORTING Ordinary Shares), of which 474,488
are directly owned by Tiger,
13,319 are directly owned by Tiger
II, 112,246 are directly owned by
Tiger Ltd. and 959,122 are
directly owned by Technology

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PERSON

Partners. Coleman is the managing member of each of Tiger LLC (the general partner of Tiger and Tiger II), Technology Management (the investment manager of Tiger Ltd.) and Tiger PIP (the general partner of Technology Partners), and may be deemed to have sole voting power with respect to such shares.

WITH

 6 SHARED VOTING POWER
 See response to row 5.

7 SOLE DISPOSITIVE POWER
 1,559,175 shares (which includes 298,210 American Depositary Shares which may be exchanged into Ordinary Shares), of which 474,488 are directly owned by Tiger, 13,319 are directly owned by Tiger II, 112,246 are directly owned by Tiger Ltd. and 959,122 are directly owned by Technology Partners. Coleman is the managing member of each of Tiger LLC (the general partner of Tiger and Tiger II), Technology Management (the investment manager of Tiger Ltd.) and Tiger PIP (the general partner of Technology Partners), and may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,559,175

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.0%

12 TYPE OF REPORTING PERSON* IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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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.

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: Yes

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

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

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

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

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

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

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

Tiger Technology Performance, L.L.C.

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

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Tiger Technology Management, L.L.C.

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

Tiger Technology PIP Performance, L.L.C.

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

Charles P. Coleman III

/s/ Charles P. Coleman III

Signature