

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K
**CURRENT REPORT PURSUANT TO
SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): September 12, 2004

SOHU.COM INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

0-30961
(Commission File Number)

98-0204667
(I.R.S. Employer Identification No.)

**7 Jianguomen Nei Avenue
Bright China Chang An Building
Tower 2, Room 1519
Beijing 100005
People's Republic of China
(011) 8610-6510-2160**

(Address, including zip code, of registrant's principal executive offices
and registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement.

On September 12, 2004, SOHU.COM INC. (the "Company") through Beijing Sohu New Era Information Co. Ltd., a subsidiary of the Company, entered into the Preliminary Agreement (the "Agreement") with Vision Huaqing (Beijing) Development Co. Ltd. (the "Landlord") which contemplates the Company's leasing approximately 15,536 square meters of new office space (or office space on six different floors) and certain warehouse and parking lot space in and around an office building located in Zhongguancun area of Beijing from the Landlord.

The rent for the new office space is * per month per square meter and is subject to market-based adjustment in the years 2008 and 2009; provided, however, that the Landlord is obligated to exempt the Company from its rental obligations for a certain period each year during the term of the Agreement. In addition, the Company is obligated to pay a property management fee of * per month per square meter of rentable office space to the Landlord. The rent for the 110 square meters of warehouse space is * per month per square meter and the unit rent for the parking lot spaces is * per month.

*

The lease with respect to approximately 10,372 square meters of the office space will commence on January 1, 2005, the lease with respect to approximately 2,584 square meters of the office space will commence on September 1, 2005 and the lease with respect to approximately 2,580 square meters of the office space will commence on February 1, 2006, with each term ending on December 31, 2009. Upon the expiration of the lease terms, the Company has an option to renew the lease for an additional 3-year period.

Other than in respect of the Preliminary Agreement, there is no material relationship between the Company or its affiliates and the Landlord.

The symbol '*' in the description above indicates places where information has been omitted pursuant to a request for confidential treatment and filed separately with the Commission.

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 hereunto duly authorized.

DATED: September 13, 2004

SOHU.COM INC.

By: /s/ Carol Yu
Carol Yu
Chief Financial Officer