

Edgar Filing: ONEIDA LTD - Form 8-K

ONEIDA LTD  
Form 8-K  
July 13, 2006

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): -July 13, 2006 (July 13, 2006)

ONEIDA LTD.

(Exact name of registrant as specified in its charter)

New York  
(State or other jurisdiction of  
incorporation)

1-5452  
(Commission File Number)

15-0405700  
(IRS Employer Identification N

163-181 Kenwood Avenue, Oneida, New York  
(Address of principal executive offices)

13421  
(Zip Code)

Registrant's telephone number, including area code: (315) 361-3000

Not Applicable  
(Former name or former address, if changed since last report)

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 Instructions 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 8.01. OTHER EVENTS.

Oneida Ltd. has received an unsolicited proposal from DE Shaw Laminar Portfolios, L.L.C. and Xerion Capital Partners, both current Oneida shareholders, to acquire the company.

Additional information required by this Item is incorporated by reference to a press release dated July 13, 2006, which is attached as Exhibit 99.1 to this form.

ITEM 9.01. FINANCIAL STATEMENTS & EXHIBITS.

(c.) Exhibits

EXHIBIT 99.1 Press Release dated July 13, 2006.

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.

ONEIDA LTD.

By: /s/ ANDREW G. CHURCH

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Andrew G. Church  
Senior Vice President &  
Chief Financial Officer

Dated: July 13, 2006