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ONEIDA LTD Form 8-K July 24, 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 24, 2006 (July 21, 2006)

ONEIDA LTD.

(Exact name of registrant as specified in its charter)

New York (State or other jurisdiction of (Commission File Number) (IRS Employer Ident incorporation)

1-5452

15-0405

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. reports that the Letter of Intent to fund Oneida's Plan of Reorganization presented by D. E. Shaw Laminar Portfolios, L.L.C. and Xerion Capital Partners LLC expired Friday under its terms.

Additional information required by this Item is incorporated by reference to a press release dated July 24, 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 24, 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

Andrew G. Church Senior Vice President & Chief Financial Officer

Dated: July 24, 2006