

ONEIDA LTD
Form 3
July 21, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Xerion Capital Partners LLC		(Month/Day/Year)	ONEIDA LTD [ONEI]	
(Last)	(First)	(Middle)	07/11/2006	
450 PARK AVENUE, 27TH FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK, NY 10022			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input checked="" type="checkbox"/> Other
			(give title below)	(specify below)
			13(d) group member - over 10%	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input type="checkbox"/> Form filed by One Reporting Person
				<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$1.00 (1) (2)	3,985,229	D (3) (4) (5) X	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Xerion Capital Partners LLC 450 PARK AVENUE 27TH FLOOR NEW YORK, NY 10022	^	^	^	13(d) group member - over 10%
Xerion Partners II Master Fund LTD C/O BNY ALTERNATIVE INVESTMENT SERVICES 18 CHURCH STREET SKANDIA HOUSE HAMILTON HM11 BERMUDA	^	^	^	13(d) group member - over 10%
Arbess Daniel J 450 PARK AVENUE 27TH FLOOR NEW YORK, NY 10022	^	^	^	13(d) group member - over 10%
Xerion Partners I LLC TWO AMERICAN LANE GREENWICH, CT 06836-2571	^	^	^	13(d) group member - over 10%
Sunrise Partners Limited Partnership TWO AMERICAN LANE GREENWICH, CT 06836-2571	^	^	^	13(d) group member - over 10%
SUSSMAN S DONALD 6100 RED HOOK QUARTER, 18B SUITES C1-6 ST. THOMAS USVI 00802	^	^	^	13(d) group member - over 10%

Signatures

Xerion Partners II Master Fund
Limited - /s/ Roderick Forrest,
President 07/21/2006

__Signature of Reporting Person Date

Xerion Capital Partners LLC - /s/
Daniel J. Arbess, Managing Member 07/21/2006

__Signature of Reporting Person Date

/s/ Daniel J. Arbess 07/21/2006

__Signature of Reporting Person Date

Xerion Partners I LLC - /s/ Michael J.
Berner, Vice President 07/21/2006

<u>Signature of Reporting Person</u>		Date
Sunrise Partners Limited Partnership - /s/ Michael J. Berner, Vice President	07/21/2006	
<u>Signature of Reporting Person</u>		Date
S. Donald Sussman - /s/ Michael J. Berner, Attorney-in-Fact for S. Donald Sussman	07/21/2006	
<u>Signature of Reporting Person</u>		Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On July 11, 2006, Xerion Capital Partners LLC ("XCP") and D. E. Shaw Laminar Portfolios, L.L.C. ("Laminar") entered into a Letter of Intent with the Issuer (the "Agreement") with respect to the potential acquisition by a company controlled by XCP and its affiliates, and/or Laminar and certain of its affiliates or designees of 100% of the equity interests of the Issuer as reorganized under a confirmed plan of reorganization under chapter 11 of the United States Bankruptcy Code. Solely as a result of the Agreement, XCP and Laminar may be deemed to be a group for the reporting purposes of this Form 3.

The number of shares reported on this Form 3 excludes 1,057,000 shares of common stock, par value \$1.00 per share (the "Common Stock"), of the Issuer (the "Laminar Shares") beneficially owned by Laminar and its affiliates. If the Laminar Shares were included, the aggregate amount deemed to be beneficially owned by the Reporting Persons would be 5,042,729, and the percent of class represented by this aggregate amount would be 10.8%. Laminar and its affiliates disclaim beneficial ownership (including any pecuniary interest) of the shares of Common Stock beneficially owned by the Reporting Persons, and the Reporting Persons disclaim beneficial ownership (including any pecuniary interest) of the shares of Common Stock beneficially owned by Laminar and its affiliates.

2,100,000 shares of Common Stock to which this Form relates are held directly by Xerion Partners II Master Fund Limited ("XP-II"), and 1,885,229 shares of Common Stock are held directly by Xerion Partners I LLC ("XP-I"). XCP (as investment manager to XP-II) and Mr. Daniel J. Arbess ("Mr. Arbess") (as managing member of XCP) may be deemed to be the beneficial owners of the Common Stock held directly by XP-II for purposes of Rule 16a-1(a) of the Securities Exchange Act of 1934, as amended (the "Act"). Sunrise Partners Limited Partnership ("Sunrise") (as managing member of XP-I), Mr. S. Donald Sussman ("Mr. Sussman") (as indirect controlling person of Sunrise and XP-I) and Mr. Arbess (as investment manager of Sunrise) may be deemed to be the beneficial owners of the Common Stock held directly by XP-I for purposes of Rule 16a-1(a) of the Act.

In accordance with instruction 4(b)(iv), the entire number of shares of Common Stock that may be deemed to be beneficially owned by XP-I, Sunrise, Mr. Sussman, XP-II, XCP or Mr. Arbess is reported herein.

Each of XP-II and XCP disclaims beneficial ownership, solely as a result of Rule 13d-5(b)(1) under the Act, of shares of Common Stock beneficially owned by XP-I, Sunrise and Mr. Sussman. Each of XP-I, Sunrise and Mr. Sussman disclaims beneficial ownership, solely as a result of Rule 13d-5(b)(1) under the Act, of shares of Common Stock beneficially owned by XP-II and XCP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. width="15%" style="BORDER-TOP: black 0.75pt solid">

(c) S.E.C. FILE NO.

The Gabelli Global Deal Fund

20-8195443

811-21969

1(d) ADDRESS OF
ISSUER
CODE

STREET

CITY

STATEZ

Signatures

One Corporate Center Rye NY 10580

2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD
 (b) IRS IDENT. NO.
 (c) RELATIONSHIP TO ISSUER
 (d) ADDRESS CODE
 STREET CITY

Parent Company of
 GAMCO Investors, 13-4044521 Investment Adviser One Corporate Center Rye NY 10580
 Inc. for Issuer

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3(a) Title of Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY Broker-Dealer File Number	(c) Number of Shares or Other Units To Be Sold [See instr. 3(c)]	(d) Aggregate Market Value ([See instr. 3(d)])	(e) Number of Shares or Other Units Outstanding [See instr. 3(e)]	(f) Approximate Date of Sale [See instr. 3(f)] (MO DAY YR)	(g) Name of Each Securities Exchange [See instr. 3(g)]
Common Stock	Company, Inc. One Corporate Center Rye, NY 10580		20,000	252,916 as of 11/14/08	21,211,510	11/14/08 – 2/13/09	NYSE

INSTRUCTIONS:

- (g) (a) Name of Issuer
- (h) Issuer's I.R.S. Identification Number
- (i) Issuer's S.E.C. file number, if any
- (j) Issuer's address, including zip code
- (k) Issuer's telephone number, including area code
- (g) (a) Name of person for whose account the securities are to be sold
- (h) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
- (g) (a) Title of the class of securities to be sold
- (h) Name and address of each broker through whom the securities are intended to be sold
- (i) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (j) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (k) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (g) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

I Such person's address, including zip
code

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SEC 1147 (02-08)

TABLE I – SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration _herefore:

Title of the Class	Date You Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (if gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	01/26/07	Private Purchase	Issuer	20,000	01/31/07	Cash

INSTRUCTIONS: If the securities were purchased and full payment therefore was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments, describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II – SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
GAMCO Investors, Inc. One Corporate Center Rye, NY 10580	Common Stock	10/21/08	15,000	195,344
		10/22/08	15,000	193,715
		10/23/08	15,000	191,987
		10/24/08	15,000	186,599
		10/27/08	15,000	187,053
		10/28/08	15,000	187,104
		10/29/08	15,000	188,456
		10/30/08	15,000	195,842
		10/31/08	7,500	98,333
		11/3/08	2,000	26,664
		11/4/08	1,200	16,344
		11/5/08	15,000	201,699
		11/6/08	15,000	198,890
		11/7/08	15,000	199,343
		11/10/08	15,000	198,383
11/11/08	15,000	193,278		
11/12/08	20,000	255,534		
11/13/08	20,000	249,862		

Explanation of Responses:

11/14/08

20,000

252,916

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose operations of the Issuer of the securities to be sold which sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

November 14, 2008
DATE OF NOTICE

/s/ Douglas R. Jamieson

(SIGNATURE)
Douglas R.

Jamieson, President

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION

IF RELYING ON RULE 10B5-1 The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)

