

ONEIDA LTD

Form 4

April 25, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BANK OF AMERICA CORP /DE/**

(Last) (First) (Middle)

**BANK OF AMERICA  
CORPORATE CENTER, 100 N  
TRYON ST**

(Street)

**CHARLOTTE, NC 28255**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**ONEIDA LTD [ONEI]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**04/06/2005**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_X\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                    | Price                                                                                                              |                                                                         | see<br>footnote<br>(1)                                            |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                     |                                                                                                                    |                                                                         | see<br>footnote<br>(2)                                            |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                     |                                                                                                                    |                                                                         | see<br>footnote<br>(3)                                            |
| Common                                | 04/06/2005                              |                                                             | P                                       | 25,000                                                              | A \$                                                                                                               | 2,700                                                                   | I see                                                             |

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|                 |            |   |         |   |            |       |   |                        |
|-----------------|------------|---|---------|---|------------|-------|---|------------------------|
| Stock           |            |   |         |   | 2.63       |       |   | footnote<br>(4)        |
| Common<br>Stock | 04/06/2005 | P | 25,000  | A | \$<br>2.74 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/06/2005 | P | 5,000   | A | \$ 2.8     | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/07/2005 | P | 2,500   | A | \$<br>2.79 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/07/2005 | P | 15,000  | A | \$ 2.8     | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/07/2005 | P | 25,000  | A | \$<br>2.84 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/07/2005 | P | 6,000   | A | \$<br>2.88 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/07/2005 | P | 52,500  | A | \$ 2.9     | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/08/2005 | P | 25,000  | A | \$ 2.9     | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/08/2005 | P | 30,000  | A | \$<br>2.91 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/08/2005 | P | 200,000 | A | \$<br>2.95 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/08/2005 | P | 78,000  | A | \$<br>2.95 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/13/2005 | P | 45,000  | A | \$ 2.9     | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/13/2005 | P | 15,000  | A | \$<br>2.85 | 2,700 | I | see<br>footnote<br>(4) |
| Common<br>Stock | 04/13/2005 | P | 11,300  | A | \$<br>2.81 | 2,700 | I | see<br>footnote<br>(4) |

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|              |            |   |         |   |         |       |   |                  |
|--------------|------------|---|---------|---|---------|-------|---|------------------|
| Common Stock | 04/19/2005 | P | 46,100  | A | \$ 2.82 | 2,700 | I | see footnote (4) |
| Common Stock | 04/19/2005 | P | 10,000  | A | \$ 2.69 | 2,700 | I | see footnote (4) |
| Common Stock | 04/19/2005 | P | 10,000  | A | \$ 2.73 | 2,700 | I | see footnote (4) |
| Common Stock | 04/19/2005 | P | 7,700   | A | \$ 2.74 | 2,700 | I | see footnote (4) |
| Common Stock | 04/19/2005 | P | 5,000   | A | \$ 2.8  | 2,700 | I | see footnote (4) |
| Common Stock | 04/19/2005 | P | 2,500   | A | \$ 2.76 | 2,700 | I | see footnote (4) |
| Common Stock | 04/21/2005 | P | 45,000  | A | \$ 2.9  | 2,700 | I | see footnote (4) |
| Common Stock | 04/21/2005 | P | 5,000   | A | \$ 2.85 | 2,700 | I | see footnote (4) |
| Common Stock | 04/22/2005 | P | 50,000  | A | \$ 2.9  | 2,700 | I | see footnote (4) |
| Common Stock | 04/25/2005 | P | 257,600 | A | \$ 3.05 | 2,700 | I | see footnote (4) |

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

**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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------------------------------------|

Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                                                         | Relationships |           |         |       |
|--------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                        | Director      | 10% Owner | Officer | Other |
| BANK OF AMERICA CORP /DE/<br>BANK OF AMERICA CORPORATE CENTER<br>100 N TRYON ST<br>CHARLOTTE, NC 28255 |               | X         |         |       |
| BANK OF AMERICA NA<br>100 N. TRYON STREET<br>CHARLOTTE, NC 28255                                       |               | X         |         |       |
| Fleet National Bank<br>100 FEDERAL STREET<br>BOSTON, MA 02110                                          |               | X         |         |       |
| BANC OF AMERICA STRATEGIC SOLUTIONS INC<br>100 NORTH TRYON STREET<br>CHARLOTTE, NC 28255               |               | X         |         |       |

## Signatures

/s/ Charles F. Bowman, Senior Vice President, Bank of America Corporation 04/25/2005

\_\_Signature of Reporting Person

Date

/s/ Charles F. Bowman, Senior Vice President, Bank of America, N.A. 04/25/2005

\_\_Signature of Reporting Person

Date

/s/ Charles F. Bowman, Senior Vice President, Fleet National Bank 04/25/2005

\_\_Signature of Reporting Person

Date

/s/ Eric S. Woodward, Principal, Banc of America Strategic Solutions, Inc. 04/25/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

(1) These securities are owned by Bank of America, N.A. and were acquired as part of the financial restructuring of the Issuer's outstanding indebtedness. These securities may be deemed to be indirectly owned by NB Holdings Corporation, the 100% owner of Bank of America, N.A., and by Bank of America Corporation, the 100% owner of NB Holdings Corporation. Bank of America Corporation and NB

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Holdings Corporation disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

- (2) These securities are owned by Fleet National Bank and were acquired as part of the financial restructuring of the Issuer's outstanding indebtedness. These securities may be deemed to be indirectly owned by Bank of America Corporation by virtue of Bank of America Corporation's 100% ownership of Fleet National Bank. Bank of America Corporation disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

- (3) These securities are owned by Banc of America Strategic Solutions, Inc. and were acquired as part of the financial restructuring of the Issuer's outstanding indebtedness. These securities may be deemed to be indirectly owned by Bank of America, N.A., the owner of Banc of America Strategic Solutions, Inc., by NB Holdings Corporation, the 100% owner of Bank of America, N.A., and by Bank of America Corporation, the 100% owner of NB Holdings Corporation. Bank of America, N.A., Bank of America Corporation and NB Holdings Corporation disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

- (4) These securities are owned by Banc of America Securities LLC. These securities may be deemed to be indirectly owned by NationsBank Montgomery Holdings Corporation, the 100% owner of Banc of America Securities LLC, NB Holdings Corporation, the 100% owner of NationsBank Montgomery Holdings Corporation and Bank of America Corporation, the 100% owner of NB Holdings Corporation. NationsBank Montgomery Holdings Corporation, NB Holdings Corporation and Bank of America Corporation disclaim beneficial ownership except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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