

ULTRALIFE BATTERIES INC

Form 4

May 26, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Meek Philip

(Last) (First) (Middle)

2000 TECHNOLOGY PARKWAY

(Street)

NEWARK, NY 14513

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ULTRALIFE BATTERIES INC
[ULBI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/25/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

VP of Manufacturing

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.10 par value	05/25/2005		M	600	A \$ 4.625	600	D
Common Stock, \$.10 par value	05/25/2005		S	600	D \$ 16.537	0	D
Common Stock, \$.10 par value	05/25/2005		M	600	A \$ 6.0938	600	D
Common Stock, \$.10	05/25/2005		S	600	D \$ 16.537	0	D

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par value

Common Stock, \$.10	05/25/2005	M	2,000	A	\$ 3.39	2,000	D
par value							

Common Stock, \$.10	05/25/2005	S	2,000	D	\$ 16.537	0	D
par value							

Common Stock, \$.10	05/25/2005	M	2,000	A	\$ 4.15	2,000	D
par value							

Common Stock, \$.10	05/25/2005	S	2,000	D	\$ 16.537	0	D
par value							

Common Stock, \$.10	05/25/2005	M	167	A	\$ 10.17	167	D
par value							

Common Stock, \$.10	05/25/2005	S	167	D	\$ 16.537	0	D
par value							

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

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(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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock (Right to Buy)	\$ 4.625	05/25/2005		M	600	09/01/2004 09/01/2005	Common Stock, \$.10 par value	600
	\$ 6.0938	05/25/2005		M	600	03/19/2005 03/19/2007		600

Common Stock (Right to Buy)								Common Stock, \$.10 par value	
Common Stock (Right to Buy)	\$ 3.39	05/25/2005	M	2,000	04/10/2005	04/10/2008		Common Stock, \$.10 par value	2,000
Common Stock (Right to Buy)	\$ 4.15	05/25/2005	M	2,000	04/03/2005	04/03/2009		Common Stock, \$.10 par value	2,000
Common Stock (Right to Buy)	\$ 10.17	05/25/2005	M	167	09/30/2004	09/30/2011		Common Stock, \$.10 par value	167

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Meek Philip 2000 TECHNOLOGY PARKWAY NEWARK, NY 14513			VP of Manufacturing	

Signatures

/s/ Peter F. Comerford, attorney-in-fact for Philip M.
Meek

05/26/2005

__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) This option vests as follows: 600 shares on 3/19/06
- (2) This option vests as follows: 2000 shares on 4/10/06 and 2000 shares on 4/10/07
- (3) This option vests as follows: 2000 shares on 4/3/06, 2000 shares on 4/3/07 and 2000 shares on 4/3/08
- (4) This option vests as follows: 167 shares on 9/30/05 and 166 shares on 9/30/06

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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