

ULTRALIFE BATTERIES INC
 Form 4
 June 01, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 CIRIN JULIUS M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2000 TECHNOLOGY PARKWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/27/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP of Product and Industry Mkt

NEWARK, NY 14513

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock; \$.10 par value	05/27/2005		M		1,600	A	\$ 7.375
Common Stock; \$.10 par value	05/27/2005		S		1,600	D	\$ 16.6204
Common Stock; \$.10 par value	05/27/2005		M		500	A	\$ 5.18

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Common Stock; \$.10 par value	05/27/2005	S	500	D	\$ 16.6204	0	D
Common Stock; \$.10 par value	05/27/2005	M	3,000	A	\$ 4.15	3,000	D
Common Stock; \$.10 par value	05/27/2005	S	3,000	D	\$ 16.6204	0	D

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
Stock Option (Right to Buy)	\$ 7.375	05/27/2005		M	1,600	06/02/2004 06/02/2006	Common Stock; \$.19 par value	1,600
Stock Option (Right to Buy)	\$ 5.18	05/27/2005		M	500	04/21/2003 04/21/2010	Common Stock; \$.19 par value	500
Stock Option (Right to Buy)	\$ 4.15	05/27/2005		M	3,000	04/03/2005 04/03/2009	Common Stock; \$.19 par value	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CIRIN JULIUS M 2000 TECHNOLOGY PARKWAY NEWARK, NY 14513			VP of Product and Industry Mkt	

Signatures

/s/Robert W. Fishback, attorney-in-fact for Julius M. Cirin	06/01/2005
<small>**Signature of Reporting Person</small>	<small>Date</small>

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: 1600 shares on 6/2/05
 - (2) This option vests as follows: 1500 shares on 4/3/06, 1500 shares on 4/3/07 and 1500 shares on 4/3/08

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.