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ULTRALIFE BATTERIES INC
Form 424B3
October 15, 2003

Filed Pursuant to Rules 424(b)(3) and 424(c) of the Securities Act of 1933

Registration No. 333-67808

Dated October 15, 2003

Prospectus Supplement
(to prospectus dated December 31, 2001)

Ultralife Batteries, Inc.

1,199,000 Shares of Common Stock
Par Value \$.10

This supplement amends our prospectus dated December 31, 2001 relating to the sale by certain of our stockholders of up to 1,199,000 shares of our Common Stock, par value \$.10 per share.

You should read this supplement in conjunction with the prospectus. Additionally, this supplement is qualified by reference to the prospectus, except to the extent that the information in this supplement supersedes the information contained in the prospectus.

Selling Stockholders

The table below amends and restates Selling Stockholder Table A, which is contained on page 12 of the prospectus to change the names of some of the owners. Accordingly, the information contained in the table supersedes the information in the prospectus with respect to each stockholder listed below.

Table A

Name of Selling Stockholder	Number of Shares Beneficially Owned Prior to Completion of the Offering	Number of Shares Registered for Sale Hereby (1)	Number of Shares Beneficially Owned After Completion of the Offering
First Trust as trustee for Sheila Baird SERP	22,000	22,000	0
Neuberger Berman, LLC as Custodian F/B/O Sheila Baird IRA	10,000	10,000	0
Neuberger Berman, LLC as Custodian F/B/O Murray Berliner Sep IRA	28,000	16,000	12,000
Neuberger Berman, LLC as Custodian F/B/O Stephan Bermas IRA	5,500	4,000	1,500

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Name of Selling Stockholder	Number of Shares Beneficially Owned Prior to Completion of the Offering	Number of Shares Registered for Sale Hereby (1)	Number of Shares Beneficially Owned After Completion of the Offering
William A. Birnbaum	22,500	16,000	6,500
William Birnbaum and Kathleen Birnbaum	22,500	16,000	6,500
Harris J. Bixler	21,000	16,000	5,000
Neuberger Berman, LLC as Custodian F/B/O John V. Brennan IRA	8,000	4,000	4,000
Neuberger Berman, LLC as Custodian F/B/O Julie Connelly IRA	8,000	8,000	0
Katharine Crossgrove	13,000	8,000	5,000
Daeg Partners, LLP	574,500	92,000	482,500
Donna Darnell	7,500	4,000	3,500
Tirone E. David, M.D.	25,000	12,000	13,000
Neuberger Berman, LLC as Custodian F/B/O John W. Dewey, IRA	17,000	8,000	9,000
Neuberger Berman, LLC as Custodian F/B/O John Dorman IRA	18,000	8,000	10,000
Neuberger Berman, LLC as Custodian F/B/O Joan Ellenbogen IRA	14,500	8,000	6,500
Neuberger Berman, LLC as Custodian F/B/O Marcia Goldstein IRA	9,500	4,000	5,500
Martha Grant	14,000	8,000	6,000
Claire S. Gulamerian, Living Trust dtd 6/7/96	16,600	8,000	8,600
Ingolstadt Ltd. BVI	26,000	16,000	10,500
Oscar Lascano	9,000	4,000	5,000
Neuberger Berman, LLC as Custodian F/B/O Stanley Mailman IRA	9,600	4,000	5,600
Barbara V. May	5,200	4,000	1,200

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Name of Selling Stockholder	Number of Shares Beneficially Owned Prior to Completion of the Offering	Number of Shares Registered for Sale Hereby (1)	Number of Shares Beneficially Owned After Completion of the Offering
Neuberger Berman, LLC as Custodian F/B/O Bernadette Murphy IRA	18,800	16,000	2,800
Joan Nazarro	8,000	4,000	4,000
1004050 Ontario Inc.	9,000	4,000	5,000
Arthur Panoff	9,300	8,000	1,300
Patricia C. Remmer, Revocable Trust dtd 7/22/92	31,000	16,000	15,000
Patricia C. Remmer, 1995 Charitable Lead Trust	10,000	4,000	6,000
The Remmer Family Foundation	8,000	4,000	4,000
Neuberger Berman, LLC as Custodian F/B/O Dorothy Rivkin IRA	19,000	8,000	11,000
Maurice Schlossberg and Amy Schlossberg	5,000	8,000	5,000
Neuberger Berman, LLC as Custodian F/B/O Mary Simons IRA	7,000	4,000	3,000
Neuberger Berman, LLC as Custodian F/B/O Richard R. Stebbins	22,000	16,000	6,000
Sarah Tough	9,000	4,000	5,000
Neuberger Berman, LLC as Custodian F/B/O Leon Zeff IRA	11,000	4,000	7,000
Charles W. Phillips	10,000	10,000	0
Richard F. Morton	15,000	5,000	10,000
Neal P. Brooks	38,000	5,000	33,000
State of Wisconsin Investment Board	2,218,600	670,000	1,548,600
Total	3,355,600	1,090,000	2,273,600

* Represents beneficial ownership of less than 1%.

(1) This Registration Statement shall also cover any additional shares of our Common Stock which become issuable in connection with the Common Stock registered for sale hereby by reason of

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any stock dividend, stock split, recapitalization or other similar transaction effected without the receipt of consideration which results in an increase in the number of our outstanding shares of Common Stock.

The table below amends and restates Selling Stockholder Table B, which is contained on page 14 of the prospectus to reflect some changes in number of shares owned and names of owners. Accordingly, the information contained in the table supersedes the information in the prospectus with respect to each stockholder listed below.

Name of Selling Stockholder	Number of Shares Beneficially Owned Prior to the Completion of the Offering	Number of Shares Registered for Sale Hereby (1) (2)	Number of Shares Beneficially Owned After Completion of the Offering
Michael Abrams	2,500	2,500	0
Jason Adelman	5,000	5,000	0
Matthew Balk	5,000	5,000	0
Stephen D. Barrett	545	545	0
Robert L. Clark	545	545	0
Russell Clark	109	109	0
Lloyd Glazer	272	272	0
Jay S. Griswold	8,175	8,175	0
H.C. Wainwright & Co., Inc.	43,600	43,600	0
Herbert Maher	272	272	0
Eric Singer	36,400	36,400	0
Joseph Sweeney	273	273	0
Richard Trull	545	545	0
Scott Weisman	5,600	5,600	0
Christopher White	164	164	0
Total	109,000	109,000	0

* Represents beneficial ownership of less than 1%.

(1) This Registration Statement shall also cover any additional shares of our Common Stock which become issuable in connection with the Common Stock registered for sale hereby by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the receipt of consideration which results in an increase in the number of our outstanding shares of Common Stock.

(2) Figures include the shares that will be issued upon the exercise of the warrants by such selling stockholder.