

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>POPILEC MICHAEL D</u> (Last) (First) (Middle) <u>ULTRALIFE CORPORATION</u> <u>2000 TECHNOLOGY PARKWAY</u> (Street) <u>NEWARK NY 14513</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ULTRALIFE CORP [ULBI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/07/2011</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock; \$.10 par value									30,000 ⁽¹⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$6.4218	06/07/2011		A		250,000 ⁽²⁾		12/30/2011	12/30/2017	Common Stock; \$.10 par value	250,000	\$0	250,000	D	
Employee Stock Option (right to buy)	\$10	06/07/2011		A		200,000 ⁽³⁾		(3)	12/30/2020 ⁽⁵⁾	Common Stock; \$.10 par value	200,000	\$0	200,000	D	
Employee Stock Option (right to buy)	\$15	06/07/2011		A		200,000 ⁽⁴⁾		(4)	12/30/2020 ⁽⁵⁾	Common Stock; \$.10 par value	200,000	\$0	200,000	D	

Explanation of Responses:

- The reported amount of securities beneficially owned by Mr. Popielec reflects the amount owned on June 7, 2011, the transaction date identified in Table II, and does not reflect any subsequent acquisitions of the Company's Common Stock.
- This option vests as follows: 62,500 shares on 12/30/11; 62,500 shares on 12/30/12; 62,500 shares on 12/30/13 and 62,500 shares on 12/30/14.
- This option has an exercise price of \$10 per share with a vesting to begin on the date the Company's Common Stock first reaches a closing price of \$10 for 15 trading days in a 30 trading-day period, with such vesting in equal amounts of 50,000 shares over the four anniversary dates of such date.
- This option has an exercise price of \$15 per share with a vesting to begin on the date the Company's Common Stock first reaches a closing price of \$15 for 15 trading days in a 30 trading-day period, with such vesting in equal amounts of 50,000 shares over the four anniversary dates of such date.
- These options expire as of the later of December 30, 2017 and five years after the initial vesting commences, but in no event later than December 30, 2020.

Remarks:

/s/Peter F. Comerford attorney-in-fact for Michael D. Popielec 08/29/2011

** Signature of Reporting Person Date

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

* 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).

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

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 Number.