

**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

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|  |  |  |
|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>NAIGLE NANCY C</u><br><br>(Last) (First) (Middle)<br><u>2000 TECHNOLOGY PARKWAY</u><br><br>(Street)<br><u>NEWARK NY 14513</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>ULTRALIFE BATTERIES INC [ ULBI ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>VP of Sales &amp; Marketing</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/14/2004</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   | 06/14/2004                           |  | M                              |   | 100   | A          | \$10    | 2,100   | D  |   |
| Common Stock; \$.10 par value   | 06/14/2004                           |  | S                              |   | 100   | A          | \$18.68 | 2,000   | D  |   |
| Common Stock; \$.10 par value   | 06/14/2004                           |  | M                              |   | 500   | A          | \$14.38 | 2,500   | D  |   |
| Common Stock; \$.10 par value   | 06/14/2004                           |  | S                              |   | 500   | D          | \$18.68 | 2,000   | D  |   |
| Common Stock; \$.10 par value   | 06/14/2004                           |  | M                              |   | 500   | D          | \$12.38 | 2,500   | D  |   |
| Common Stock; \$.10 par value   | 06/14/2004                           |  | S                              |   | 500   | D          | \$18.68 | 2,000   | 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 |   |  |  |   |  | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$14.38  | 06/14/2004                           |  | M                              |   | 500  |     | 09/30/2003   | 09/30/2010      | Common Stock, \$.10 par value   | 500  | \$0  | 1,000 <sup>(1)</sup>                                      | D  |                            |
| Stock Option (Right to Buy)                | \$12.38  | 06/14/2004                           |  | M                              |   | 500  |     | 12/31/2003   | 12/31/2010      | Common Stock, .10 par value   | 500  | \$0  | 1,000 <sup>(2)</sup>                                      | D  |                            |

**Explanation of Responses:**

- This option vests as follows: 500 shares on 9/30/04 and 500 shares on 9/30/05
- This option vests as follows: 500 shares on 12/31/04 and 500 shares on 12/31/05

**Remarks:**

This is 2 of two form 4s being filed for transactions on June 14, 2004.

Robert w. Fishback by  
Authority of Nancy C. Naigle 06/16/2004

\*\* 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.