

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	Percent of Outstanding Shares 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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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	4.58%
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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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	17.7%
Total	3,355,600	1,090,000	2,273,600	26.74%

\* 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.

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	Percent of Outstanding Shares
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	*
<b>Total</b>	<b>109,000</b>	<b>109,000</b>	<b>0</b>	<b>*</b>

\* 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.