

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

FORM 8-K

Current Report  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):

May 18, 2005

ULTRALIFE BATTERIES, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation or organization)

0-20852  
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(Commission File Number)

16-1387013  
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(I.R.S. Employer Identification No.)

2000 Technology Parkway, Newark, New York 14513  
(Address of principal executive offices) (Zip Code)

(315) 332-7100  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 7.01. Regulation FD Disclosure.

Ultralife Batteries, Inc. (the "Company") has received an order valued in the mid six-figure dollar range from one of its Australian distributors for its HiRate(R) non-rechargeable lithium batteries for the Australian Defence Force to power the SOPHIE thermal imaging system. The Company's press release is attached as Exhibit 99.1 to this Form 8-K, and the information set forth therein is furnished under Item 7.01.

Item 9.01. Financial Statements, Pro Forma Financials and Exhibits.

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

99.1 Press Release dated May 18, 2005.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ULTRALIFE BATTERIES, INC.

Dated: May 18, 2005

By: /s/ Peter F. Comerford

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Peter F. Comerford  
Vice President of  
Administration & General  
Counsel

INDEX TO EXHIBITS

Exhibits Description

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99.1 Press Release dated May 18, 2005.

Ultralife Batteries Receives Order  
for Batteries to Power Thermal Imagers for Australian Defence Force

NEWARK, N.Y.--(BUSINESS WIRE)--May 18, 2005--Ultralife Batteries, Inc. (NASDAQ: ULBI) has received an order valued in the mid six-figure dollar range from one of its Australian distributors for its HiRate(R) non-rechargeable lithium batteries for the Australian Defence Force to power the SOPHIE thermal imaging system. Deliveries under this order are expected to be split equally between the 3rd and 4th quarters.

John D. Kavazanjian, Ultralife's president and chief executive officer, said, "This order further demonstrates both our ability and commitment to develop and win military battery business on an international scale, leveraging the distribution network we have established. This year we are focused on strengthening our international representation, and we anticipate continued strong growth from non-U.S. government entities during 2005 and beyond."

Ultralife's 15-volt, 6 ampere-hour lithium-manganese dioxide batteries power the SOPHIE binoculars and thermal imaging camera. Manufactured by THALES Optronique, SOPHIE is a lightweight multi-application portable binoculars and thermal imaging system designed for hand-held or remote-controlled day/night surveillance including bad weather conditions. More than 6,000 systems have been deployed in France, the U.K. and 43 other countries.

About Ultralife Batteries, Inc.

Ultralife is a global provider of power solutions for diverse applications. The company develops, manufactures and markets a wide range of non-rechargeable and rechargeable batteries, charging systems and accessories for use in military, industrial and consumer portable electronic products. Through its range of standard products and engineered solutions, Ultralife is able to provide the next generation of power systems. Industrial, retail and government customers include General Dynamics, Philips Medical Systems, Energizer, Kidde Safety, Lowe's, Radio Shack and the national defense agencies of the United States and United Kingdom, among others.

Ultralife's headquarters, principal manufacturing and research facilities are in Newark, New York, near Rochester. Ultralife (UK) Ltd., a second manufacturing facility, is located in Abingdon, England. Both facilities are ISO-9001 certified. Detailed information about Ultralife is available at [www.ultralifebatteries.com](http://www.ultralifebatteries.com).

This press release may contain forward-looking statements based on current expectations that involve a number of risks and uncertainties. The potential risks and uncertainties that could cause actual results to differ materially include: worsening global economic conditions, increased competitive environment and pricing pressures, disruptions related to restructuring actions and delays. Further information on these factors and other factors that could affect Ultralife's financial results is included in Ultralife's Securities and Exchange Commission (SEC) filings, including the latest Annual Report on Form 10-K.

Ultralife(R) and HiRate(R) are registered trademarks of Ultralife Batteries, Inc.

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