

KAVAZANJIAN JOHN D
 Form 4
 December 13, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 KAVAZANJIAN JOHN D

2. Issuer Name and Ticker or Trading Symbol
 ULTRALIFE BATTERIES INC
 [ULBI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2000 TECHNOLOGY PARKWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/09/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

NEWARK, NY 14513

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, \$.10 par value | | | | (A) or (D) Price | 81,500 | D | |
| Common Stock, \$.10 par value | | | | (A) or (D) Price | 1,800 | I | By spouse |

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

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SEC 1474 (9-02)

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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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 12.96 | 12/09/2005 | | A | 10,000 | 12/09/2006 12/09/2012 | Common Stock; \$.10 par value 10,000 |
| Stock Option (Right to Buy) | \$ 12.96 | 12/09/2005 | | A | 10,000 | 12/09/2007 12/09/2012 | Common Stock; \$.10 par value 10,000 |
| Stock Option (Right to Buy) | \$ 12.96 | 12/09/2005 | | A | 10,000 | 12/09/2008 12/09/2012 | Common Stock; \$.10 par value 10,000 |
| Stock Option (Right to Buy) | \$ 12.96 | 12/09/2005 | | A | 10,000 | 12/09/2009 12/09/2012 | Common Stock; \$.10 par value 10,000 |
| Stock Option (Right to Buy) | \$ 12.96 | 12/09/2005 | | A | 10,000 | 12/09/2010 12/09/2012 | Common Stock; \$.10 par value 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KAVAZANJIAN JOHN D 2000 TECHNOLOGY PARKWAY NEWARK, NY 14513 | X | | President and CEO | |

Signatures

/s/ Peter F. Comerford, attorney-in-fact for John D. Kavazanjian

12/13/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* 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.

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