SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIE
EXCHANGE ACT OF 1934

For the quarterly period ended SEPTEMBER 30, 1999

or

[ ] Transition report pursuant to section 13 or 15(d) of the
Securities Exchange Act of 1934 for the transition period

from

________________ to ________________

Commission file number 0-20852

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

DELAWARE	16-1387013
(State or other jurisdiction of incorporation or organization)	(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)

(Former name, former address and former fiscal year,
if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes__X__ No______

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.
Common stock, $.10 par value - 10,862,436 shares outstanding
as of October 31, 1999.

ULTRALIFE BATTERIES, INC.
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PART I FINANCIAL INFORMATION
Item 1. Financial Statements

ULTRALIFE BATTERIES, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(Dollars in Thousands, Except Per Share Amounts)

ASSETS	September 30, 1999 (Unaudited)	June 30, 1999
CURRENT ASSETS:		
Cash and cash equivalents	$ 1,938	$ 776
Available-for-sale securities	17,748	22,780
Trade accounts receivable (less allowance for doubtful accounts of $439 at September 30, 1999 and $429 at June 30, 1999)	3,435	3,554
Inventories	5,842	5,018
Prepaid expenses and other current assets	1,959	2,112
Total current assets	30,922	34,240
PROPERTY AND EQUIPMENT:		
Machinery and equipment	33,825	32,662
Leasehold improvements	4,767	4,741
	38,592	37,403
Less - Accumulated depreciation and amortization	6,123	5,626
	32,469	31,777
OTHER ASSETS AND DEFERRED CHARGES:		
Investment in affiliates	3,031	--
Technology license agreements and other (net of accumulated amortization of $993 at September 30, 1999 and $968 at June 30, 1999, respectively)	458	403
	3,489	403
Total Assets	$ 66,880	$ 66,420

LIABILITIES AND STOCKHOLDERS' EQUITY

	September 30, 1999 (Unaudited)	June 30, 1999
CURRENT LIABILITIES:		
Current portion of long-term debt and capital lease obligations	$ 107	$ 107
Accounts payable	3,803	3,847
Accrued compensation	571	653
Other current liabilities	939	1,198
Total current liabilities	5,420	5,805
LONG-TERM LIABILITIES:		
Long-term debt and capital lease obligations	215	215
Total long - term liabilities	215	215
COMMITMENTS AND CONTINGENCIES (NOTE 5)		
STOCKHOLDERS' EQUITY :		
Preferred stock, par value $0.10 per share, authorized 1,000,000 shares- none outstanding	--	--
Common stock, par value $0.10 per share, authorized - 20,000,000 shares; issued - 11,212,386 at September 30, 1999 and 10,512,386 at June 30, 1999	1,121	1,051
Capital in excess of par value	96,773	93,605
Accumulated other comprehensive income	(200)	267
Accumulated deficit	(36,146)	(34,220)
	61,548	60,703
Less --Treasury stock, at cost -- 27,250 shares	(303)	(303)
Total stockholders' equity	61,245	60,400
Total Liabilities and Stockholders' Equity	$ 66,880	$ 66,420

The accompanying notes are an integral part of the financial statements.

ULTRALIFE BATTERIES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(In Thousands, Except Per Share Amounts)
(Unaudited)

	Three Months Ended September 30, 1999	1998
REVENUES	$ 6,225	$ 4,222
COST OF PRODUCTS SOLD	5,806	3,934
GROSS PROFIT	419	288
OPERATING AND OTHER EXPENSES:		
Research and development	1,092	1,828
Selling, general, and administrative	1,491	1,300
Gain on fires	--	(468)
TOTAL OPERATING AND OTHER EXPENSES	2,583	2,660
OTHER INCOME (EXPENSE):		
Interest income	305	449
Miscellaneous	(67)	(7)
LOSS BEFORE INCOME TAXES	(1,926)	(1,930)
INCOME TAXES	--	--
NET LOSS	(1,926)	(1,930)
Comprehensive income (loss)	(467)	(490)
NET COMPREHENSIVE LOSS	$ (2,393)	$ (2,420)
NET LOSS PER COMMON SHARE	$ (0.18)	$ (0.18)
WEIGHTED AVERAGE SHARES OUTSTANDING	10,768	10,485

The accompanying notes are an integral part of the financial statements.

ULTRALIFE BATTERIES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Dollars in Thousands)
(Unaudited)

	Three Months Ended September 30, 1999	1998
OPERATING ACTIVITIES		
Net loss	$ (1,926)	$ (1,930)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	522	559
Equity in loss of joint venture	127	-
Changes in operating assets and liabilities:		
Decrease in accounts receivable	119	39
Increase in inventories	(824)	(513)
(Increase) decrease in prepaid expenses and other current assets	153	(936)
Decrease in accounts payable and other current liabilities	(385)	(840)
Net cash used in operating activities	(2,214)	(3,621)
INVESTING ACTIVITIES		
Purchase of property and equipment	(1,189)	(1,232)
Investment in affiliates	(3,238)	-
Purchase of securities	(11,079)	(27,871)
Sales of securities	6,915	26,298
Maturities of securities	8,722	5,481
Net cash provided by investing activities	131	2,676
FINANCING ACTIVITIES		
Proceeds from issuance of common stock	3,238	--
Net cash provided by financing activities	3,238	--
Effect of exchange rate changes on cash	7	119
Increase (decrease) in cash and cash equivalents	1,162	(826)
Cash and cash equivalents at beginning of period	776	872
Cash and cash equivalents at end of period	$ 1,938	$ 46
SUPPLEMENTAL CASH FLOW INFORMATION		
Unrealized (loss) gain on securities	$ (474)	$ 608

The accompanying notes are an integral part of the financial statements.

1. BASIS OF PRESENTATION

In the opinion of the Company, the accompanying unaudited condensed consolidated financial statements contain all adjustments, which are of a normal recurring nature, necessary to present fairly the financial position at September 30, 1999 and the results of operations and cash flows for the three month periods ended September 30, 1999 and 1998. The results for the three months ended September 30, 1999 are not necessarily indicative of the results to be expected for the entire year. The financial statements and Management's Discussion and Analysis of Financial Condition and Results of Operations should be read in conjunction with the Company's financial statements for the year ended June 30, 1999, filed on Form 10-K on September 28, 1999.

2. NET LOSS PER SHARE

Net loss per share is calculated by dividing net loss by the weighted average number of common shares outstanding during the period. Common stock options have not been included since their inclusion would be antidilutive.

3. INVENTORIES

Inventories are stated at the lower of cost or market with cost determined under the first-in, first-out (FIFO) method. The composition of inventories was:

	(Dollars in thousands)	
	September 30, 1999	June 30, 1999
Raw materials	$3,132	$2,984
Work in process	2,344	2,080
Finished products	703	249
	6,179	5,313
Less: Reserve for obsolescence	337	295
	$5,842	$5,018

4. TAIWAN VENTURE

In December 1998, the Company announced the formation of a venture with PGT Energy Corporation (PGT), together with a group of investors, to produce Ultralife's polymer rechargeable batteries in Taiwan. In consideration of its ownership interest in the venture, Ultralife contributed to Ultralife Taiwan, Inc. (UTI), its proprietary technology and, in July 1999, issued 700,000 shares of Ultralife common stock. Ultralife holds half the seats on UTI's board of directors. PGT and the group of investors has funded UTI with $21,250,000 in cash and hold the remaining seats on the UTI board.

5. COMMITMENTS AND CONTINGENCIES

A company has filed a claim against the Company seeking amounts related to commissions and breach of good faith and fair dealings. The Company's counsel believes that an unfavorable outcome is unlikely in this matter.

An individual has filed suit claiming the Company interfered with his opportunity to purchase Dowty Group, PLC (now the Company's U.K. subsidiary). The claim amounts to $25,000,000. The Company believes that the claim is without merit and the Company intends to vigorously defend its position. At this time, the outcome of this suit is uncertain. An unfavorable outcome of this suit may have a material adverse impact on the Company's financial position and results of operations.

In August 1998, certain shareholders commenced a putative class action lawsuit against the Company, its Directors, certain of its officers, and certain underwriters seeking unspecified damages arising out of alleged violations of the federal securities laws in connection with the Company's May 1998 public offering of 2.5 million shares of common stock. The complaint, which was amended during 1998 before defendants were required to respond, alleged that the Company's registration statement and prospectus issued in connection with the offering contained false statements or omitted allegedly material information and therefore were misleading. The plaintiffs claimed that they, and other shareholders whom they seek to represent, purchased the Company's stock at allegedly inflated prices and were injured thereby. In response to defendants' motions to dismiss, on September 28, 1999 the Court dismissed, without prejudice, plaintiffs' Amended Complaint for failure to state a claim and for failing to plead fraud with particularity, and granted plaintiffs leave to replead their complaint within a time specified by the Court.

On November 8, 1999, plaintiffs filed a Second Amended Class Action Complaint, naming the same defendants and asserting similar as those set forth in plaintiffs' prior Amended Complaint. The Company's time to respond to the Second Amended Complaint has not yet expired.

The Company continues to believe that the litigation is without merit and intends to continue to vigorously defend this action. To date, no discovery has been conducted, and the amount of alleged damages, if any, cannot be quantified, nor can the outcome of this litigation be predicted. Accordingly, management cannot determine whether the ultimate resolution of this litigation could have a material adverse effect on the Company's financial position and results of operations.

In conjunction with the Company's purchase/lease agreement of its Newark, New York facility in 1998, the Company entered into a payment-in-lieu of tax agreement which provides the Company with certain real estate tax concessions upon certain conditions. In connection with this agreement, the Company received an environmental assessment which revealed contaminated soil. The assessment indicated potential actions that the Company may be required to undertake upon notification by the environmental authorities. The assessment also proposed that a second assessment be completed and provided an estimate of total potential costs to remediate the soil of $230,000. However, there can be no assurance that this will be the maximum cost. The Company entered into an agreement whereby a third party has agreed to reimburse the Company for fifty percent of the costs associated with this matter. The matter is in its preliminary stages and the total costs of remediation cannot be estimated at this time. The ultimate resolution of this matter may have a significant adverse impact on the results of operations in the period in which it is resolved.

6. CAPITAL LEASE OBLIGATION

A capital lease obligation of $647,000 was incurred in fiscal 1998 when the Company entered into a capital lease for land and buildings. An initial payment of $400,000 was paid at the time of the lease inception, resulting in a balance of $247,000 to be paid over 10 years. At September 30, 1999, the outstanding principal balance on the lease was $207,000.

7. BUSINESS SEGMENT INFORMATION

The Company reports its results in four operating segments: Primary Batteries, Rechargeable Batteries, Technology Contracts and Corporate. The Primary Batteries segment includes

9-volt batteries, cylindrical batteries and various specialty batteries. The Rechargeable Batteries segment consists of the Company's efforts to produce rechargeable batteries. The Technology Contracts segment includes revenues and related costs associated with various government and military development contracts. The Corporate segment consists of all other items that do not specifically relate to the three other segments and are not considered in the performance of the other segments.

THREE MONTHS ENDED SEPTEMBER 30, 1999	(DOLLARS IN THOUSANDS)				
	PRIMARY BATTERIES	RECHARGEABLE BATTERIES	TECHNOLOGY CONTRACTS	CORPORATE	TOTAL
Revenues	$ 5,632	$ 2	$591	$ -	$ 6,225
Segment contribution	362	(1,092)	57	(1,491)	(2,164)
Interest income (expense), net	-	-	-	305	305
Other income (expense)	-	-	-	(67)	(67)
Income taxes	-	-	-	-	-
Net loss					(1,926)
Total assets	$16,830	$ 20,361	$510	$29,179	$66,880

THREE MONTHS ENDED SEPTEMBER 30, 1998	(DOLLARS IN THOUSANDS)				
	PRIMARY BATTERIES	RECHARGEABLE BATTERIES	TECHNOLOGY CONTRACTS	CORPORATE	TOTAL
Revenues	$ 3,757	$ -	$ 465	$ -	$ 4,222
Segment contribution	677	(1,828)	79	(1,300)	(2,372)
Interest income (expense), net	-	-	-	449	449
Other income (expense)	-	-	-	(7)	(7)
Income taxes	-	-	-	-	-
Net loss					(1,930)
Total assets	$12,551	$19,978	$1,170	$38,869	$72,568

8. NEW ACCOUNTING PRONOUNCEMENTS

As of July 1, 1999, the Company adopted Statement of Financial Accounting Standards No. 133 (SFAS No. 133), "Accounting for Derivative Instruments and Hedging Activities", which established accounting and reporting requirements for derivative instruments and hedging activities. The Company, on occasion, has used derivative financial instruments for purposes other than trading and does so to reduce its exposure to fluctuations in foreign currency exchange rates. As of September 30, 1999, the Company did not have any outstanding derivative financial instruments.

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995 PROVIDES A "SAFE HARBOR" FOR FORWARD-LOOKING STATEMENTS. THIS REPORT CONTAINS CERTAIN FORWARD-LOOKING STATEMENTS AND INFORMATION THAT ARE BASED ON THE BELIEFS OF MANAGEMENT AS WELL AS ASSUMPTIONS MADE BY AND INFORMATION CURRENTLY AVAILABLE TO MANAGEMENT. THE STATEMENTS CONTAINED IN THIS REPORT RELATING TO MATTERS THAT ARE NOT HISTORICAL FACTS ARE FORWARD-LOOKING STATEMENTS THAT INVOLVE RISKS AND UNCERTAINTIES, INCLUDING, BUT NOT LIMITED TO, FUTURE DEMAND FOR THE COMPANY'S PRODUCTS AND SERVICES, THE SUCCESSFUL COMMERCIALIZATION OF THE COMPANY'S ADVANCED RECHARGEABLE BATTERIES, GENERAL ECONOMIC CONDITIONS, GOVERNMENT AND ENVIRONMENTAL REGULATION, COMPETITION AND CUSTOMER STRATEGIES, TECHNOLOGICAL INNOVATIONS IN THE PRIMARY AND RECHARGEABLE BATTERY INDUSTRIES, CHANGES IN THE COMPANY'S BUSINESS STRATEGY OR DEVELOPMENT PLANS, CAPITAL DEPLOYMENT, BUSINESS DISRUPTIONS, RAW MATERIALS SUPPLIES, AND OTHER RISKS AND UNCERTAINTIES, CERTAIN OF WHICH ARE BEYOND THE COMPANY'S CONTROL. SHOULD ONE OR MORE OF THESE RISKS OR UNCERTAINTIES MATERIALIZE, OR SHOULD UNDERLYING ASSUMPTIONS PROVE INCORRECT, ACTUAL RESULTS MAY DIFFER MATERIALLY FROM THOSE DESCRIBED HEREIN AS ANTICIPATED, BELIEVED, ESTIMATED OR EXPECTED.

THIS MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS SHOULD BE READ IN CONJUNCTION WITH THE ACCOMPANYING CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AND NOTES THERETO CONTAINED HEREIN AND THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AND NOTES THERETO CONTAINED IN THE COMPANY'S ANNUAL REPORT ON FORM 10-K AS OF AND FOR THE YEAR ENDED JUNE 30, 1999.

RESULTS OF OPERATIONS

THREE MONTHS ENDED SEPTEMBER 30, 1999 AND 1998

Consolidated revenues reached a new quarterly record of $6,225,000 for the first three months of fiscal 2000, an increase of $2,003,000, or 47%, over the comparable quarter in fiscal 1999. Primary battery sales increased $1,875,000, or 50%, from $3,757,000 last year to $5,632,000 this year. The increase in primary battery sales was primarily due to an increase in 9-volt lithium battery shipments and, to a lesser extent, greater sales of high rate batteries. Technology contract revenues rose $126,000, or 27%, from $465,000 to $591,000 reflecting the Company's work on the U.S. Department of Commerce's Advanced Technology Program (ATP) with the U.S. Department of Commerce which commenced in April 1999.

Cost of products sold amounted to $5,806,000 for the three month period ended September 30, 1999, an increase of $1,872,000, or 48% over the same three month period a year ago. The gross margin on total revenues for the quarter was 7%, consistent with the gross margin of the prior year. Gross margins on primary batteries were 6% in the first quarter of both fiscal 1999 and fiscal 2000. Last year's cost of products sold for primary batteries, however, included $506,000 of proceeds from business interruption insurance which offset unabsorbed overhead expenses at the Company's U.K. facility that resulted from a fire in December 1996. This fire suspended production of high-rate batteries in the U.K. for a period of 15 months. Excluding the impact of these insurance proceeds, the gross margin for primary batteries in the first quarter of fiscal 1999 was a negative 8%. The improvement of gross margins in primary batteries (excluding the impact from fire insurance proceeds), from a negative 8% in the first quarter of fiscal 1999 to a positive 6% in the first quarter of fiscal 2000, was largely a result of higher production volumes in 9-volt and high rate batteries. While sales and production rates of high-rate batteries produced in the U.K. are increasing, they are not yet at a level to fully absorb all current overhead expenses. The Company anticipates that sales orders and production volumes will increase sufficiently in fiscal 2000 to fully absorb factory overheads in the U.K.; however, there can be no assurance that such volumes will be achieved. Gross profit on technology contracts decreased $22,000 in fiscal 2000 when compared to fiscal 1999, reflecting a decline in gross margins from 17% in the first quarter 1999 to 10% in the first quarter 2000. The slight decline in technology contract gross margins is due to lower margins reflected in contracts in the U.K.

Operating and other expenses were $2,583,000 for the three months ended September 30, 1999, a decrease of $77,000, or 3%, from $2,660,000 in the prior year. Included in the operating expenses last year was a gain on fires of $468,000 which related to fire insurance proceeds for the Company's fire in the U.K. The claim was settled during fiscal 1999 and no gains were recognized in fiscal 2000. Excluding the impact of this non-recurring item, operating expenses decreased $545,000, or 17%. Of the Company's operating and other expenses, research and development expenses decreased $736,000, or 40%, to $1,092,000 for the first quarter of fiscal 2000. The decline in research and development expenses was primarily due to a shift in resources to the U.S. Department of Commerce Advanced Technology Program and a narrower focus on key rechargeable development programs. That decrease was partially offset by an increase of $191,000, or 15%, in selling, general, and administrative expenses, to $1,491,000 in the first three months of fiscal 2000. This increase in SG&A expenses was mainly due to higher information technology expenses and higher insurance costs, as well as an increased allocation of support departments in the U.K. operating facility.

Interest income decreased $144,000, or 32%, from $449,000 in the first quarter of fiscal 1999 to $305,000 in the first quarter of fiscal 2000. The reduction in interest income is principally the result of lower average cash balances.

Net losses were $1,926,000, or $0.18 per share, for the first three months of fiscal 2000 compared to $1,930,000, or $0.18 per share, for the same quarter last year.

LIQUIDITY AND CAPITAL RESOURCES

At September 30, 1999, cash and cash equivalents and available for sale securities totaled $19,686,000. The Company used $2,214,000 of cash in operating activities during the first three months of fiscal 2000. This usage of cash related primarily to the net loss reported for the period and an increase in inventories, offset in part by depreciation and amortization expense. The Company spent $1,189,000 for capital additions for production equipment and facilities improvements during the first quarter 2000. In addition, in conjunction with the Taiwan venture agreement, the Company issued 700,000 shares of its common stock related to the Company's Taiwan venture.

At September 30, 1999, the Company had long-term debt outstanding of $215,000 primarily relating to the capital lease obligation for the Company's Newark, New York offices and manufacturing facilities. Ultralife UK maintains a line of credit in the amount of $330,000 for short-term working capital requirements. In November 1999, the Company entered into a capital lease for $423,000 related to computer hardware and software, whereby payments will be made monthly over a 3-year term. With planned sales growth, the Company is continuing to pursue a working capital line of credit of approximately $15,000,000. Presently, no commitments for this financing have been obtained.

The Company's capital resource commitments as of September 30, 1999 consisted principally of capital equipment commitments of approximately $536,000. The Company believes its current financial position and cash flows from operations will be adequate to support its financial requirements throughout the next 12 months.

YEAR 2000 DISCLOSURE

The "Year 2000" issue is the result of computer programs being written using only two digits as opposed to four to represent the applicable year. Computer programs that have time sensitive software may recognize "00" as the year 1900 rather than the year 2000. This could potentially result in a system failure or an error in calculation. This Year 2000 issue is believed to affect all companies and organizations, including the Company.

The Company has taken and continues to take a number of steps in an effort to assess its readiness for Year 2000 issues, including reviewing all business systems, testing equipment, surveying key material suppliers, and completing the remediation plan.

During the early part of fiscal 1999, the Company's review and assessment determined that its U.S. accounting system was not Year 2000 compliant. As part of its ongoing project to improve the flow of management information and control of operations, the Company implemented and began using an enterprise-wide software system as of July 1, 1999. The Company now believes that its systems are fully Year 2000 compliant. The total costs of this project, including hardware, software, consulting and implementation costs, amounted to approximately $450,000. Most of these costs were capitalized.

In addition to internal Year 2000 activities, the Company is in contact with its key suppliers and vendors to assess their state of readiness and compliance. The Company has issued documentation to key vendors and suppliers and is receiving assurances from these companies that all new equipment purchased is Year 2000 compliant, and that the supply of materials necessary to the continued smooth operation of the Company will not be materially affected by any Year 2000 issues. However, it is difficult to predict with certainty what the impact on the Company may be as a result of any Year 2000 problems at its vendors and suppliers.

The Company believes that the cost of completing the assessment and remediation plan will not be material and that the risks to the Company with respect to Year 2000 issues are manageable. Management is continuing to examine the Year 2000 issues as they potentially impact the Company and is finalizing contingency plans as necessary.

PART II OTHER INFORMATION

Item 1. Legal Proceedings

In August 1998, certain shareholders commenced a putative class action lawsuit against the Company, its Directors, certain of its officers, and certain underwriters seeking unspecified damages arising out of alleged violations of the federal securities laws in connection with the Company's May 1998 public offering of 2.5 million shares of common stock. The complaint, which was amended during 1998 before defendants were required to respond, alleged that the Company's registration statement and prospectus issued in connection with the offering contained false statements or omitted allegedly material information and therefore were misleading. The plaintiffs claimed that they, and other shareholders whom they seek to represent, purchased the Company's stock at allegedly inflated prices and were injured thereby. In response to defendants' motions to dismiss, on September 28, 1999 the Court dismissed, without prejudice, plaintiffs' Amended Complaint for failure to state a claim and for failing to plead fraud with particularity, and granted plaintiffs leave to replead their complaint within a time specified by the Court.

On November 8, 1999, plaintiffs filed a Second Amended Class Action Complaint, naming the same defendants and asserting similar as those set forth in plaintiffs' prior Amended Complaint. The Company's time to respond to the Second Amended Complaint has not yet expired.

The Company continues to believe that the litigation is without merit and intends to continue to vigorously defend this action. To date, no discovery has been conducted, and the amount of alleged damages, if any, cannot be quantified, nor can the outcome of this litigation be predicted. Accordingly, management cannot determine whether the ultimate resolution of this litigation could have a material adverse effect on the Company's financial position and results of operations.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits
None

(b) Reports on Form 8-K

On October 18, 1999, the Company filed a Form 8-K with the Securities and Exchange Commission indicating that on September 28, 1999, the United States District Court for the District of New Jersey dismissed a putative class action filed in August 1998 against the Company, certain of its officers and directors, and the underwriters of the Company's June 1998 public offering of securities. In its Order dated September 28, 1999, the Court granted the Company's motion to dismiss and dismissed plaintiffs' Amended Complaint without prejudice, and granted plaintiffs leave to amend their Amended Complaint within thirty days of the date of the Order.

SIGNATURES

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 thereunto duly authorized.

ULTRALIFE BATTERIES, INC.
(Registrant)

Date: NOVEMBER 12, 1999	By: /S/ JOHN D. KAVAZANJIAN John D. Kavazanjian President and Chief Executive Officer
Date: NOVEMBER 12, 1999	By: /S/ ROBERT W. FISHBACK Robert W. Fishback Vice President - Finance and Chief Financial Officer

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Jun-30-2000
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