

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):

February 2, 2005

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

Delaware  
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(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  
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(Address of principal executive offices) (Zip Code)

(315) 332-7100  
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(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))

Item 7.01. Regulation FD Disclosure.

Ultralife Batteries, Inc. (the "Company") announced that it has been notified by the Department of Defense that on January 24, a U.S.-based battery assembly company, one of the respondents to the Government's Next Gen II, Phase IV contract solicitation, filed a protest with the Government claiming that their proposal was unfairly reviewed. The Government is required to respond within 90 days after a protest has been filed and no further action is required on Ultralife's part. 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 February 2, 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: February 2, 2005.

By: /s/ Peter F. Comerford

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Vice President of Administration &  
General Counsel

INDEX TO EXHIBITS

(99) Additional Exhibits

99.1 Press Release dated February 2, 2005.

Ultralife Notified of Protest Concerning Next Gen II, Phase IV Contract;  
Management Reaffirms 2005 Guidance for 10% to 20% Revenue Growth

NEWARK, N.Y.--(BUSINESS WIRE)--Feb. 2, 2005--Ultralife Batteries, Inc., (NASDAQ: ULBI) has been notified by the Department of Defense that on January 24, a U.S.-based battery assembly company, one of the respondents to the Government's Next Gen II, Phase IV contract solicitation, filed a protest with the Government claiming that their proposal was unfairly reviewed. The Government is required to respond within 90 days after a protest has been filed and no further action is required on Ultralife's part.

John D. Kavazanjian, president and chief executive officer of Ultralife, said, "Contract protests such as this occasionally occur and, in our opinion, the Government conducted a fair and equitable proposal review process no different than other contract solicitations in which Ultralife has participated. While the Government will not participate in any work that is performed while the protest is being adjudicated, we are proceeding with our internal qualification process in anticipation of a resolution favorable to Ultralife.

"While we are hopeful that this will be resolved rapidly, in the event that this protest takes the full 90 days to resolve, it could cause the qualification schedules for the BA-5312, BA-5398, BA-5388 and BA-5357 batteries to be pushed out one to two months. On the other hand, we still expect the Government to continue satisfying its strong demand for our BA-5390 batteries under an 'urgent and compelling' buy scenario regardless of any delay in the qualification process under the Next Gen II contract. Either way, based on our outlook for 2005, we currently believe that our plan to produce revenue growth between 10% and 20% over our stated revenue guidance for fiscal 2004 of approximately \$97 million is achievable."

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, U.K. Both facilities are ISO-9001 certified.

This press release contains 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: loss of business with the U.S. government, worsening global economic conditions, world events, 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.

Detailed information on Ultralife is available at the Company's web site, [www.ultralifebatteries.com](http://www.ultralifebatteries.com).

Ultralife(R) is a registered trademark of Ultralife Batteries, Inc.

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