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ELECTRIC FUEL CORP  
Form 8-K  
December 04, 2001

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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): December 4, 2001

ELECTRIC FUEL CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

0-23336  
(Commission  
File Number)

95-4302784  
(IRS Employer  
Identification No.)

632 Broadway, Suite 301, New York, New York  
(Address of Principal Executive Offices)

10012  
(Zip Code)

Registrant's telephone number, including area code: (212) 529-9200

(Former name or former address, if changed since last report)

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Page 1 of 12 Pages  
Exhibit Index appears on Page 3

Item 5. Other Events

On December 5, 2001 we will issue and sell to Vertical International

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Limited, for an aggregate purchase price of \$2,000,000, 1,190,476 shares of our common stock, \$.01 par value per share, at a purchase price per share of \$1.87, less a discount of 10%.

In order to furnish certain exhibits for incorporation by reference into our Registration Statement on Form S-3 previously filed with the Securities and Exchange Commission (File No. 333-63514), which Registration Statement was declared effective by the Commission on July 20, 2001, and which Registration Statement contains our prospectus dated July 20, 2001, as supplemented by our prospectus supplement dated December 4, 2001, we are filing the opinion of Harris Beach LLP as Exhibit 5.1 to the Registration Statement.

The opinion of Harris Beach LLP filed as Exhibit 5.1 herewith relates to the validity of the shares of Common Stock sold by us pursuant to the prospectus supplement dated December 4, 2001.

Following the offering described above, Electric Fuel will have 28,802,910 shares of common stock outstanding, compared to 27,612,434 shares before the offering.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

Exhibit Number -----	Description -----
4.1.....	Securities Purchase Agreement dated as of December 4, 2001
5.1.....	Legal Opinion of Harris Beach LLP
23.1.....	Consent of Harris Beach LLP (contained in the opinion filed as Exhibit 5.1)

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 hereunto duly authorized.

ELECTRIC FUEL CORPORATION  
(Registrant)

By: /s/ Robert S. Ehrlich  
-----  
Name: Robert S. Ehrlich  
Title: Chairman of the Board and  
Chief Financial Officer

Dated: December 4, 2001

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The following exhibits are filed with the Current Report on Form 8-K.

Exhibit Number -----	Description -----
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5.1.....	Legal Opinion of Harris Beach LLP
23.1.....	Consent of Harris Beach LLP (contained in the opinion filed as Exhibit 5.1)