RiceBran Technologies Form 4 December 19, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 1(b).

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

OMB APPROVAL

OMB Number:

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January 31, 2005

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(Print or Type Responses)

1. Name and Address of Reporting Person * HALPERN BARUCH

2. Issuer Name and Ticker or Trading Symbol

RiceBran Technologies [RIBT]

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

6720 N SCOTTSDALE RD, SUITE 390

(Street)

12/18/2013

X_ Director 10% Owner Officer (give title Other (specify

6. Individual or Joint/Group Filing(Check

(Check all applicable)

below)

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

SCOTTSDALE, AZ 85253

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

7. Nature of 6. Ownership Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

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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 Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of Derivative TransactionSecurities Acquired (A) Code or Disposed of (D)

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title ar Underlyin (Instr. 3 a

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8) Code V	(Instr. 3, 4, (A)	and 5) (D)	Date Exercisable	Expiration Date	Title
Common Stock Warrant, right to buy	\$ 16	12/18/2013		J		7,143	07/31/2012	07/31/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		208	08/31/2012	08/31/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		1,786	07/31/2012	07/31/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		89	05/17/2012	05/17/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 16	12/18/2013		J		178,571	01/18/2012	07/31/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		5,089	01/18/2012	01/18/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		1,607	01/17/2012	01/17/2017	Commo Stock
Common Stock Warrant, right to buy	\$ 14	12/18/2013		J		34,619	07/01/2009	01/18/2017	Commo Stock
Baruch Halpern Revocable Trust	\$ 14	12/18/2013		J		2,284	07/01/2009	01/18/2017	Commo Stock
10% Secured Convertible	\$ 14	12/18/2013		J		\$ 100,000	07/31/2012	07/31/2015	Commo

Promissory Note Due 2015								
10% Secured Convertible Promissory Note Due 2015	\$ 14	12/18/2013	J		\$ 2,500,000	01/18/2012	07/31/2015	Commo Stock
Right to Common Stock	(1)	12/18/2013	J	42,665		<u>(1)</u>	<u>(1)</u>	Commo
Right to Common Stock	<u>(1)</u>	12/18/2013	J	610,268		<u>(1)</u>	<u>(1)</u>	Commo
Right to Common	(1)	12/18/2013	J	57,122		<u>(1)</u>	<u>(1)</u>	Commo

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
HALPERN BARUCH 6720 N SCOTTSDALE RD SUITE 390 SCOTTSDALE, AZ 85253	X					

Signatures

Stock

J. Dale Belt, by power of attorney

12/19/2013

**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).
 - Effective as of November 13, 2013, Mr. Halpern agreed to exchange warrants to purchase 231,396 shares of common stock for 710,055 shares of our common stock (the Shares). Additionally, Mr. Halpern agreed to amend his subordinated convertible notes to reduce the interest rate under the notes to five percent (5%) from ten percent (10%) and to remove the conversion feature and anti-dilutive
- (1) protections under the note. The Shares are not issuable until RiceBran Technologies shareholders approve an increase in the authorized number of shares. If the shareholders do not approve to increase the authorized number of shares of common stock by July 1, 2014, the interest rate on the notes will increase to ten percent (10%). The warrant exchange and amendment to the notes were contingent upon our raising of at least \$7.0 million, which occurred December 18, 2013.

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