

RiceBran Technologies
 Form 4
 June 05, 2014

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 *
HALPERN BARUCH

(Last) (First) (Middle)

6720 N SCOTTSSALE ROAD, SUITE 390

(Street)

SCOTTSDLAE, AZ 85253

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RiceBran Technologies [RIBT]

3. Date of Earliest Transaction (Month/Day/Year)
05/30/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/30/2014		J		42,665	A	Ⓣ 44,865	D	
Common Stock	05/30/2014		J		610,268	A	Ⓣ 610,268	I	The Shoshana Shapiro Halpern Revocable Trust
Common Stock	05/30/2014		J		57,122	A	Ⓣ 58,872	I	Baruch Halpern Revocable Trust

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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 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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date		
Right to Common Stock	(1)	05/30/2014		J	V	(A) 42,665	(D)	(1) (1)	Common Stock	42,665
Right to Common Stock	(1)	05/30/2014		J	V	(A) 610,268	(D)	(1) (1)	Common Stock	610,268
Right to Common Stock	(1)	05/30/2014		J	V	(A) 57,122	(D)	(1) (1)	Common Stock	57,122

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALPERN BARUCH 6720 N SCOTTSSALE ROAD SUITE 390 SCOTTSDLAE, AZ 85253	X	X		

Signatures

J.Dale Belt, by power of attorney
06/05/2014

__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

- (1) interest rate under the notes to five percent (5%) from ten percent (10%) and to remove the conversion feature and anti-dilutive protections under the notes. The Shares were not issuable until RiceBran Technologies shareholders approved an increase in the authorized number of shares, which occurred May 30, 2014.

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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