

LINTZENICH JAMES C
 Form 4
 November 15, 2012

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 *
LINTZENICH JAMES C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6720 N SCOTTSDALE ROAD, SUITE 390

3. Date of Earliest Transaction (Month/Day/Year)
11/09/2012

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

(Street)
SCOTTSDALE, AZ 85253

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

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

(City) (State) (Zip)

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)
Common Stock	11/09/2012		A	1,067,842	A <u>11</u> 2,464,253	I	James C. Lintzenich Revocable Trust
Common Stock					231,960	D	

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option, right to buy	\$ 1.49	11/09/2012		H		100,000	(2)	01/08/2013	common stock	100,000
Stock Option, right to buy	\$ 0.86	11/09/2012		H		35,000	(2)	06/10/2013	common stock	35,000
Stock Option, right to buy	\$ 0.3	11/09/2012		H		38,399	(2)	06/26/2013	common stock	38,399
Stock Option, right to buy	\$ 0.3	11/09/2012		H		38,399	(2)	06/28/2014	common stock	38,399
Stock Option, right to buy	\$ 0.22	11/09/2012		H		50,000	(2)	08/14/2014	common stock	50,000
Stock Option, right to buy	\$ 0.2	11/09/2012		H		7,500	(2)	10/19/2014	common stock	7,500
Stock Option, right to buy	\$ 0.2	11/09/2012		H		11,000	(2)	01/08/2015	common stock	11,000
Stock Option, right to buy	\$ 0.3	11/09/2012		H		38,399	(2)	03/31/2015	common stock	38,399
Stock Option, right to	\$ 1.14	11/09/2012		H		35,000	(2)	05/23/2016	common stock	35,000

buy									
Stock Option, right to buy	\$ 3.83	11/09/2012	H	35,000	<u>(2)</u>	06/19/2017	common stock	35,000	
Stock Option, right to buy	\$ 0.2	11/09/2012	H	250,000	<u>(2)</u>	01/01/2020	common stock	250,000	
Stock Option, right to buy	\$ 0.2	11/09/2012	H	250,000	<u>(2)</u>	07/07/2020	common stock	250,000	
Stock Option, right to buy	\$ 0.2	11/09/2012	H	250,000	<u>(2)</u>	01/01/2021	common stock	250,000	
Stock Option, right to buy	\$ 0.2	11/09/2012	H	208,332	<u>(2)</u>	01/03/2022	common stock	208,332	
Stock Option, right to buy	\$ 0.2	11/09/2012	H	41,668	<u>(3)</u>	01/03/2022	common stock	41,668	
Stock Option, right to buy	\$ 0.14	11/09/2012	H	185,448	<u>(2)</u>	03/27/2022	common stock	185,448	
Stock Option, right to buy	\$ 0.14	11/09/2012	H	37,090	<u>(3)</u>	03/27/2022	common stock	37,090	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LINTZENICH JAMES C 6720 N SCOTTSDALE ROAD SUITE 390 SCOTTSDALE, AZ 85253				Former Director

Signatures

J Dale Belt, by power of
attorney

11/15/2012

__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).
- (1) Common stock issued in exchange for cancellation of all stock options.
 - (2) Stock options were vested and exercisable as of 11/09/12, as to underlying shares in column 7.
 - (3) Stock options were not vested and not exercisable as of 11/09/12, as to underlying shares in column 7.

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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