

RiceBran Technologies
Form DEFA14A
April 30, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

SCHEDULE 14A Information
Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant
Filed by a Party other than the Registrant
Check the appropriate box:

Preliminary Proxy Statement
Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
Definitive Proxy Statement
Definitive Additional Materials
Soliciting Material Pursuant to Rule
14a-12

RiceBran Technologies
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):
No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined)
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

this communication presents only an overview of the more complete proxy materials that are available to you on the internet. we encourage you to access and review all of the important information contained in the proxy materials before voting. if you want to receive a paper or e-mail copy of the proxy materials you must request one. there is no charge to you for requesting a copy. to facilitate timely delivery please make the request as instructed below before June 7, 2019. Please visit <http://www.ricebrantech.com/investorrelations>, where the following materials are available for view: • Notice of Annual Meeting of Shareholders • Proxy Statement • Form of Electronic Proxy Card • Annual Report to Shareholders to reqUeSt materiaL: teLePhone: 888-757-7731 e-maiL: proxy2018@ricebrantech.com weBSite: <http://www.ricebrantech.com/investorrelations> to Vote: onLine: To access your online proxy card, please visit www.voteproxy.com and follow the on-screen instructions or scan the QR code with your smartphone. You may enter your voting instructions at www.voteproxy.com up until 11:59 PM Eastern Time the day before the meeting date. in PerSon: You may vote your shares in person by attending the Annual Meeting of Shareholders. teLePhone: To vote by telephone, please visit www.voteproxy.com to view the materials and to obtain the toll free number to call. maiL: You may request a card by following the instructions above. important notice of availability of Proxy materials for the annual meeting of Shareholders of riCeBran teChnoLoGieS to Be held on: wednesday, June 19, 2019 at 9:00 a.m. local time, the woodlands waterway marriott hotel and Convention Center, 1601 Lake robbins Drive, the woodlands, tX 77380 The Board of Directors recommends that you vote "FOR" the following: 1. Election of Directors: Brent R. Rystrom Brent Rosenthal Beth Bronner David I. Chemerow Ari Gendason David Goldman Baruch Halpern 2. To approve an amendment to our articles of incorporation to increase the authorized number of shares of common stock from 50,000,000 to 100,000,000. 3. To approve, pursuant to Nasdaq Listing Rule 5635(b), of the potential issuance of shares of common stock to Continental Grain Company. 4. To approve, on a nonbinding advisory basis, the compensation of our named executive officers. 5. To vote, on an advisory basis, on the frequency of holding an advisory vote on compensation of our named executive officers. 6. Ratify appointment of RSM US LLP as our independent registered public accounting firm for fiscal year 2019. the BoarD oF DireCtorS reCommendS a Vote "For" the eLeCtion oF aLL nomineeS, "For" ProPoSaLS 2, 3, 4 anD 6, anD "1 Year" For ProPoSaL 5. nomineeS: ComPanY nUmBer aCCoUnt nUmBer Control nUmBer John Smith 1234 main Street aPt. 203 new York, nY 10038 Please note that you cannot use this notice to vote by mail.
