

NUTRACEA  
Form 10-Q  
March 31, 2011

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 10-Q

(Mark one)

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2010

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 0-32565

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NutraCea  
(Exact Name of Registrant as Specified in its Charter)

California  
(State or other jurisdiction of  
incorporation or organization)  
6720 North Scottsdale Road., Suite 390  
Scottsdale, AZ  
(Address of Principal Executive Offices)

87-0673375  
(I.R.S. Employer Identification No.)

85253  
(Zip Code)

Issuer's telephone number, including area code: (602) 522-3000

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer:", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange.

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Large accelerated filer

Accelerated filer

Non-accelerated filer  (do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of March 15, 2011, 195,509,109 shares of the registrant's common stock were outstanding.

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## FORM 10-Q

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NutraCea (Debtor in Possession)

Condensed Consolidated Statements of Operations  
(Unaudited; in thousands, except per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2010	2009	2010	2009
Revenues	\$ 7,501	\$ 9,582	\$ 14,723	\$ 16,794
Cost of goods sold	6,029	7,605	11,519	13,861
Gross profit	1,472	1,977	3,204	2,933
Operating expenses:				
Selling, general and administrative	3,610	5,409	7,626	11,092
Professional fees	507	819	964	1,951
Impairment of property, plant and equipment	1,000	-	1,000	-
Loss on disposal of trademarks, property, plant and equipment	27	354	403	354
Provision (recovery) for doubtful accounts receivable and notes receivable	50	-	123	(64 )
Research and development	-	155	122	674
Total operating expenses	5,194	6,737	10,238	14,007
Loss from operations	(3,722 )	(4,760 )	(7,034 )	(11,074 )
Other income (expense):				
Interest income	(1 )	158	17	257
Interest expense	(300 )	(862 )	(581 )	(1,408 )
Loss on equity method investments	(10 )	(48 )	(21 )	(52 )
Foreign exchange income (loss)	-	167	-	(153 )
Warrant liability (expense) income	(508 )	(123 )	(187 )	1,571
Other income	112	-	200	-
Other expense	-	-	-	-