

SCHEDULE 4

FORM ECSRC - MC

Disclosure of Material Information

Date of Report August 18, 2006

GraceKennedy Limited
(Exact name of reporting issuer as specified in its charter)

Territory and date of Incorporation St. Kitts

Issuer Registration Number: _____

73 Harbour Street, Kingston, Jamaica W.I
(Address of principal office)

Reporting issuer's:

Telephone number (including area code): (876) 922-3440-9

Fax number: (876) 922-3664

Email address: gracekennedy@gkco.com

(Former name or former address, if changed since last report)

(SALE OF 29,308 GRACEKENNEDY STOCK UNITS BY SENIOR MANAGER, JAMES MOSS-SOLOMON ON AUGUST 14, 2006)

Set out all relevant information relating to material change(s) in the company.

SIGNATURES

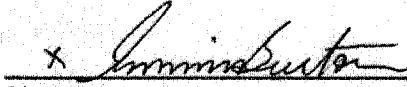
Name of Chief Executive Officer (Acting)

Name of Director:

FAY MCINTOSH

ERWIN BURTON

x 

x 

Signature

Signature

August 18, 2006

August 18, 2006

Date

Date