

SCHEDULE 4

FORM ECSRC - MC

Disclosure of Material Information

Date of Report August 23, 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 7,002 GRACEKENNEDY STOCK UNITS BY SENIOR MANAGER, JAMES MOSS-SOLOMON ON AUGUST 17, 2006)

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

SIGNATURES

Name of Chief Executive Officer: (Actg)

Name of Director:

Signature

Signature

Date

Date