

FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General)
By-Laws, 2013

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer
GRACEKENNEDY LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
MAY 26, 2021

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Following the Annual General Meeting (AGM) of GraceKenedy Limited held on May 26, 2021, GraceKennedy Limited has advised of the following:</p> <p>1. Retirement of Director</p> <p>Mr. Everton McDonald retired from the Board of GraceKennedy Limited and as Chairman of the Audit Committee on May 26, 2021.</p> <p>Mr Peter Williams, who has been a Member of the Board of GraceKennedy Limited since April 1, 2021 has been appointed Chairman of the Audit Committee effective May 26, 2021.</p> <p>2. Amendment to Articles of Incorporation</p> <p>Shareholders approved the resolution as set out in the Notice of AGM to amend the Articles of Incorporation of GraceKennedy Limited to allow for meeting of its members by hybrid or virtual means, as outlined in the attached Appendix 1.</p> <p>###</p>

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4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

	YES	NO
Will you be seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If "No"

Proposed Date of Publication of Notice (dd/mmm/yyyy)	03/06/2021
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If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Gail Moss-Solomon
Position in Organization	General Counsel & Chief Corporate Secretary
Business Address	73 Harbour Street, Kingston, Jamaica, W.I.
Work Phone (1-xxx-xxx-xxxx)	1-876-932-3306
Fax Phone(1-xxx-xxx-xxxx)	1-876-922-3664
Email Address	gail.moss-Solomon@gkco.com

6. DATE, CERTIFICATION AND SIGNATURE

I hereby certify that the statement and information contained in this form and any attachment hereto are true and correct to the best of my knowledge and belief and submitted in compliance with the provisions of the Securities Act, 2012. I understand that any misrepresentation, falsification or material omission of information on this application may result in a breach of the Securities Act, 2012.

Gail Moss-Solomon



General Counsel & Chief Corporate
Secretary

May 31, 2021

Print Name

Signature

Position

Date

FOR OFFICIAL USE ONLY

Tool	ID Information
Registrant's Number	
Director's Number	
Document / Record Number	
Record's Management Date Received (dd/mm/yyyy)	

Approved By : _____

Date (DD/MM/YYYY)
