

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

General Instructions:	<p>Please complete all relevant sections; where the allocated space is insufficient, you may continue on a separate page and attach to the completed form. All supporting information and attached pages should be appropriately numbered and referenced.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>Completed reports should be submitted to:</p> <p style="padding-left: 40px;">The Director Market Regulation & Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad</p>
Item 1	State the name of the reporting issuer, and include its business address.
Item 2	State the date on which the material change occurred.
Item 3	Provide sufficient disclosure regarding the material change to enable a reader to appreciate the nature and substance of the material change without having to refer to any other sources. Examples of matters that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, reasons for the change, purpose of the change, and a general comment on the probable impact of the material change on the reporting issuer.
Item 4	State whether the issuer is seeking an exemption for publishing a notice in accordance with Section 64(2) of the Securities Act 2012, and complete the associated "yes" or "no" sections of the form accordingly.
Item 5	Give the name, position, business telephone number and email address of a senior officer of the reporting issuer who may be contacted to discuss further details regarding the material change.
Item 6	Include the signature of the Senior Officer identified in Item 5, confirming the material change report, and certifying the statement outlined.



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
March 19, 2015

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>1. The reorganization of the company, with divisional responsibility as follows effective April 1, 2015:</p> <p>1.1 GK Foods:</p> <ul style="list-style-type: none">• Michael Ranglin - CEO GK Foods (North America) & President of GraceKennedy Foods (USA) LLC• Ryan Mack - CEO GK Foods Jamaica (Domestic), Caribbean and International East & CEO Grace Foods UK Limited. <p>Both positions report to the GraceKennedy ("GK") Group CEO, Don Wehby.</p> <p>1.2 GK Financial Group:</p> <ul style="list-style-type: none">• Courtney Campbell - CEO GK Financial Group Limited with responsibility for money services led by Michelle Allen, CEO GraceKennedy Money Services SRL.• Frank James - Group CFO for GraceKennedy & Executive Director GKFG with responsibility for the insurance segment led by Grace Burnett, CEO Insurance Segment & CEO of Jamaica International Insurance Company Limited. <p>Both positions report to the GK Group CEO, Don Wehby.</p> <ul style="list-style-type: none">• Steven Whittingham, Managing Director of GK Capital Management Limited ("GK Capital") will also report to Chairman of the Board of GK Capital, Don Wehby. <p>2. The resignation of the First Global Bank Limited President, Mrs. Maureen Hayden Cater effective April 3, 2015 and the appointment of Mr. Courtney Campbell as CEO of the Bank effective April 4, 2015.</p>



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)	March 24, 2015
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If "Yes"

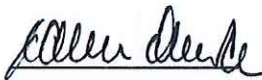
State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Karen Chin Quee Akin
Position in Organization	Chief Corporate Secretary/Snr. Legal Counsel
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	Karen.chinqueeakin@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.

Karen Chin Quee Akin  Chief Corporate Secretary/
Snr. Legal Counsel March 23, 2015

Print Name **Signature** **Position** **Date**

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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) _____