

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. REPORTING ISSUER

Star Navigation Systems Group Ltd.
2970 Lakeshore Blvd. W., Suite 300,
Toronto, ON M8V1J7

ITEM 2. DATE OF MATERIAL CHANGE

February 2, 2012

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on February 3, 2012 via Marketwire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced a reorganization of its Research and Development function and that Mr. Dale F. Sparks was no longer Chief Technology Officer.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

For a full description of the material change, please refer to the press release attached hereto.

ITEM 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis of confidentiality.

ITEM 8. EXECUTIVE OFFICER

The following officer of the Company is knowledgeable about the material change and the Report:

Viraf S. Kapadia
Chief Executive Officer
(416) 252-2889

ITEM 9. DATE OF REPORT

Dated at Toronto, Ontario this 6th day of February, 2012.

By: (signed) Viraf S. Kapadia
Viraf S. Kapadia

Schedule "A"



FOR IMMEDIATE RELEASE

TSX Venture Exchange Symbol: SNA



Star Navigation Announces Reorganization

TORONTO, February 3, 2012 - Star Navigation Systems Group Ltd. (TSX-V: SNA) ("Star" or the "Company"), is announcing a reorganization of its Research and Development function.

As the Company transitions from being primarily a research and development company into full commercialization of its STAR-ISMS® In-Flight Safety Monitoring System, the Company announces that, while still an integral part of the strategic plan, the Research and Development area will now report to the Chief Operating Officer, Mr. John Thorburn, P. Eng. Mr. Dale F. Sparks no longer holds the office of Chief Technology Officer, but remains a director of the Company.