

STAR NAVIGATION SYSTEMS GROUP LTD.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual and special meeting (the "**Meeting**") of the holders of common shares (the "**Shareholders**") of Star Navigation Systems Group Ltd. ("**Star**" or the "**Corporation**") will be held at the offices of Fogler, Rubinoff LLP, 95 Wellington Street West, Suite 1200, Toronto, Ontario at 10:30 a.m. (Toronto time) on December 13, 2012 (the "**Meeting**") for the following purposes:

1. to receive the annual report of the board of directors of the Corporation (the "**Board of Directors**") to the Shareholders and the audited financial statements of the Corporation for the fiscal year ended June 30, 2012;
2. to elect directors to hold office for the ensuing year;
3. to re-appoint Collins Barrow Toronto LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the Board of Directors to fix their remuneration.
4. to consider and, if deemed advisable, to pass an ordinary resolution approving the adoption of a shareholder rights plan, the details of which are contained under the heading "Approval of Shareholder Rights Plan" in the accompanying Management Information Circular; and
5. to transact such further or other business as may be properly brought before the Meeting or any adjournment or adjournments thereof.

The specific details of the matters proposed to be brought before the Meeting, including the text of the resolutions in respect thereof, are set forth in the Management Information Circular accompanying this notice. The Corporation's audited financial statements for the fiscal year ended June 30, 2012, as well as a supplemental mailing list return card and proxy form with a return envelope also accompany this notice.

DATED at the City of Toronto, in the Province of Ontario, this 8th day of November, 2012.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) " Viraf S. Kapadia "

Viraf S. Kapadia
Chief Executive Officer

IMPORTANT

SHAREHOLDERS WHO ARE UNABLE TO ATTEND THE MEETING IN PERSON AND WHO WISH TO ENSURE THAT THEIR SHARES WILL BE VOTED AT THE MEETING MUST COMPLETE, DATE AND SIGN THE ENCLOSED FORM OF PROXY AND DELIVER IT IN ACCORDANCE WITH THE INSTRUCTIONS SET OUT IN THE FORM OF PROXY AND IN THE MANAGEMENT INFORMATION CIRCULAR. IN ORDER TO BE VALID, PROXIES MUST BE RECEIVED BY THE REGISTRAR AND TRANSFER AGENT OF THE CORPORATION, CAPITAL TRANSFER AGENCY INC., LOMBARD PLACE, 105 ADELAIDE STREET WEST, SUITE 1101, TORONTO, ON M5H 1P9, NOT LESS THAN 48 HOURS PRIOR TO THE COMMENCEMENT OF THE MEETING OR ANY ADJOURNMENT(S) THEREOF, EXCLUDING SATURDAYS, SUNDAYS AND HOLIDAYS.