

STAR NAVIGATION SYSTEMS GROUP LTD.
c/o CAPITAL TRANSFER AGENCY INC.
105 Adelaide Street West, Suite 1101, Toronto, ON M5H 1P9.

**PROXY FOR USE BY HOLDERS OF COMMON SHARES
AT THE ANNUAL GENERAL and SPECIAL MEETING OF SHAREHOLDERS
OF STAR NAVIGATION SYSTEMS GROUP LTD.
TO BE HELD ON December 13, 2012
SOLICITED ON BEHALF OF MANAGEMENT**

The undersigned hereby appoints Viraf Kapadia, Chief Executive Officer, whom failing, Roger S. Peacock, Corporate Secretary, or instead of either of them, _____, as nominee of the undersigned, with the power of substitution, to attend, vote and act for and on behalf of the undersigned at the Annual and Special meeting of shareholders of the Company to be held at 10:30 a.m. on **December 13, 2012** and at any adjournments thereof, and without limiting the general authority and power hereby given to such nominee, the shares represented by this proxy are specifically directed to be voted or withheld from being voted as indicated on the reverse side hereof.

This proxy will be voted or withheld from being voted in accordance with the instructions specified. **WHERE NO CHOICE IS SPECIFIED, THIS PROXY WILL CONFER DISCRETIONARY AUTHORITY AND WILL BE VOTED IN FAVOUR OF THE MATTERS REFERRED TO ON THE REVERSE SIDE HEREOF.**

THIS PROXY CONFERS AUTHORITY FOR THE ABOVE NAMED TO VOTE IN HIS DISCRETION WITH RESPECT TO AMENDMENTS OR VARIATIONS TO THE MATTERS IDENTIFIED IN THE NOTICE OF MEETING ACCOMPANYING THIS PROXY AND ANY OTHER MATTER WHICH MAY PROPERLY COME BEFORE THE MEETING.

A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON, WHO NEED NOT BE A SHAREHOLDER, TO ATTEND AND ACT ON HIS BEHALF AT THE MEETING, OTHER THAN THE PERSONS DESIGNATED IN THIS FORM OF PROXY. SUCH RIGHT MAY BE EXERCISED BY INSERTING THE NAME OF SUCH PERSON IN THE BLANK SPACE PROVIDED.

If this proxy is not dated, it will be deemed to be dated on the date upon which it is mailed by the Company.

DATED this day of , 2012

Signature of Shareholder

1.

	<u>Vote For</u>	<u>Withhold From Voting</u>		<u>Vote For</u>	<u>Withhold From Voting</u>
Viraf S. Kapadia	<input type="checkbox"/>	<input type="checkbox"/>	Ibrahim Al Hamer	<input type="checkbox"/>	<input type="checkbox"/>
Charles Wyburn	<input type="checkbox"/>	<input type="checkbox"/>			
Pierre Jeannot	<input type="checkbox"/>	<input type="checkbox"/>			
Gustasp Nariman	<input type="checkbox"/>	<input type="checkbox"/>			

2. (OR, IF NO SPECIFICATION IS MADE, VOTE FOR) the appointment of Collins Barrow Toronto LLP, Chartered Accountants, as auditors of the Company and the authorization of the directors to fix their remuneration.

VOTE FOR

WITHHOLD VOTE

3. (OR, IF NO SPECIFICATION IS MADE, VOTE FOR) the Shareholders Rights Plan and approval thereof.

VOTE FOR

WITHHOLD VOTE