

**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

May 30, 2013

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on May 30, 2013 via Marketwire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced completion of Pilot Project.

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 3rd day of June, 2013.

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

Schedule "A"

TORONTO, ONTARIO, May 30, 2013 - Star Navigation Systems Group Ltd. (TSX - V: SNA) ("Star" or the "Company"), announces that the Pilot Project utilizing an Air North Boeing 737-500 aircraft (see Press Release July 10, 2012) is now complete.

The Company wishes to thank Air North and its management for their very valuable assistance during the successful Pilot Project. Although the target aircraft was in dedicated charter service, and thus provided a relatively limited number of flight hours per month for analysis and customization purposes, suggestions, comments and guidance from Air North throughout the Project were most helpful. They allowed the Star development team to further refine and enhance the utility of the STAR-ISMS® System, and in addition, allowed the Airborne Data Service ("ADS") personnel at Astrium Services to utilize regular data provided by the Project to complete its Final Design System Review and the customer service modules of the ADS, which is now market ready for delivery to customers.

Air North has advised the Company that, given the present composition of their fleet, the full ADS offering of real-time in flight monitoring and detailed reporting of all flights is not appropriate to their current requirements. However, they do wish to utilize the tracking equipment and services supplied by the Company.