

**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

March 31, 2014

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on April 1, 2014 via Marketwire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced completion of Asset Acquisition.

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 7th day of April 2014.

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

Schedule "A"

Star Navigation Announces Completion of Asset Acquisition

Star Navigation Systems Group Ltd. (TSX VENTURE: SNA) ("Star" or the "Company") Star Navigation (Star) is pleased to announce that it has completed the acquisition of the assets of Les technologies LUXELL Limited ("LUXELL"). (See Press Release February 20, 2014).

This acquisition brings to Star new aerospace engineering capabilities, integrates and solidifies its supply chain, diversifies its product portfolio and grants immediate access to additional, complementary business and sales.

LUXELL has developed and produced customized Man Machine Interface ("MMI") products for large Fortune 500 aerospace and defense customers worldwide. It has also designed and produced Star's Gen 2 on-board computer.

"We're very excited with the synergies this acquisition brings, expanding our client footprint internationally with marquee customers and operators, while contributing to their current important programs such as P3s, C-130s, Blackhawk and Merlin helicopters." said Viraf Kapadia, CEO of Star.

Star and Luxell share the same set of values - providing quality products and delivering outstanding customer service. "We will continue to support Luxell customers with the same high level of service which they are accustomed to with the added reassurance of now Luxell being part of a publicly owned company." said Viraf Kapadia..

Star is an AS9100 Rev C and CAR 561 certified company. It has a highly qualified and trained staff consisting of both Professional Engineers and other aerospace professionals and has increased its staffing levels in order to serve its Luxell customers.

The consideration for this acquisition was Twenty-five (25,000,000) million common shares of Star (the "Shares"). The Shares are subject to a four (4) month hold period and may not be traded prior to July 21, 2014. In addition, the Shares are also subject to the terms and conditions of an Escrow Agreement which governs the ability of the vendor to sell the Shares prior to December, 2015.