

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 7, 2014

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on May 7, 2014 via Marketwire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced amendment of option terms

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 8th day of May, 2014.

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

Schedule "A"

TORONTO, ONTARIO--(Marketwired - May 7, 2014) - Star Navigation Systems Group Ltd. (TSX VENTURE:SNA) ("Star" or the "Company"), is pleased to announce that that it has received TSX Venture Exchange ("TSX-V") acceptance of amendments to existing stock option grants (the "options") held by certain officers and directors of the Company. The amendments extend the term of the options, but do not change the exercise price, The new expiry dates of the options range between January 1, 2016 to February 17, 2018.

The Company also announces that, in accordance with its Compensation Policy, it has received TSX-V acceptance of the amendment of the exercise price of certain options previously granted to key employees of the Company. The options, formerly exercisable at between \$0.15 and \$0.20 per common share, will now be exercisable at \$0.07 per common share.

The Board of Directors of the Company utilizes stock options as long-term incentives to certain directors, officers, employees and consultants of the Company as part of its overall strategy. The Compensation and Corporate Governance Committee of the Board of Directors believes that stock option grants serve the Company's compensation philosophy in two ways: firstly, it helps attract, retain, and motivate talent; secondly, it aligns the interests of those granted stock options with those of the shareholders by linking a specific portion of that person's compensation to share price.