

**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

June 2, 2008

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on June 2, 2008.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced that the Director General, on behalf of the Directorate General of Civil Aviation, India, had issued a letter of recommendation to all airline operators in India with respect to Star Navigation Systems Group Ltd.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See attached Schedule "A" for a full description.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not Applicable

ITEM 6. RELIANCE ON SECTION 7.1(2) 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 January, 2011.

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

Schedule "A"



Director General Civil Aviation of India Recommends Star Navigation's TERRASTAR: Real-Time Monitoring™ system for All Scheduled Domestic Airlines in India

TORONTO, June 2, 2008 - Star Navigation Systems Group Ltd. (TSX-V: SNA) ("Star" or the "Company"), a leading edge technology company focused on providing Aerospace Solutions, both hardware and software platforms, to assist aviation operators worldwide, is pleased to announce that the Director General, on behalf of the Directorate General of Civil Aviation ("DGCA") for the Government of India, has issued a letter of recommendation to all scheduled airline operators in India, advising them to contact Star to obtain information on Star Navigation's patented TERRASTAR: Real-Time Monitoring™ system - a real-time air-to-ground monitoring and communication system that automatically and securely analyzes and transmits flight data, to all scheduled domestic airlines in India.

Mr. Viraf Kapadia, Chairman and CEO of Star stated, "With the growth in the number of aircraft, the increase in the number of people flying, the rising cost of jet fuel and high demand for pilots, as an industry we have to make sure we provide the best possible support for this very challenging environment. We are very pleased to be recognized and recommended by the Directorate General of Civil Aviation, the governing civil aviation body for all scheduled airlines operating in India". Kapadia commented further, "I believe that this letter of recommendation from the Directorate General of Civil Aviation for India will provide us with a great opportunity to capitalize on possible new contracts and provide quicker penetration into the Indian and international airline industry as a whole; plus accelerate our commercial marketing of our technology. We have been impressed by the time and attention afforded to us and our India Operations President and by the DGCA."

TERRASTAR: Real-Time Monitoring™ system is an on-board monitoring system that provides a "virtual window into an aircraft". It is a commercial, cost-effective, air to ground communication system that automatically and securely analyses and transmits flight data and incident alerts in "real time". The TERRASTAR: Real-Time Monitoring™ system provides an operator's ground personnel the ability to monitor trends, help predict possible failures, schedule repairs, and assist the flight crew to take preventive action as required. It acts as an early warning system, detecting the earliest signs of potential problems.

Mr. Dale F. Sparks, CTO of Star stated, "We have worked extremely hard to get to this point and have every confidence in the capabilities of our TERRASTAR: Real-Time Monitoring system. We are very pleased with this opportunity and are looking forward to having our technology provide comprehensive maintenance, safety and regulatory compliance support for India's fast growing and dynamic aviation industry, and other airlines around the world."

This press release is available on the company's official on-line investor relations site for investor commentary, feedback and questions. Investors are asked to visit <http://www.agoracom.com/ir/StarNavigation> and view the Star Navigation IR HUB. Alternatively, investors are asked to e-mail all questions and correspondence to SNA@Agoracom.com

About Star Navigation:

Star Navigation Systems Group Ltd.(www.star-navigation.com) owns the exclusive worldwide license to its proprietary, patented In-flight Safety Monitoring System, the first system in the world to feature in-flight data-analysis, monitoring and diagnostics with a real-time connection between aircraft and ground. Its real-time capability of tracking performance-trends and predicting incident-occurrence enhances aviation safety and improves fleet management while reducing costs for the operator.

Certain statements contained in this News Release constitute forward-looking statements. When used in this document, the words "may", "would", "could", "will" and similar expressions, as they relate to Star or its management are intended to identify forward-looking statements. Such statements reflect Star's current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause Star's actual performance or achievements to vary from those described herein. Should one or more of these factors or uncertainties materialize, or should assumptions underlying forward-looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated or expected. Star does not assume any obligation to update these forward-looking statements.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release.

For further information:

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