

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. REPORTING ISSUER

Star Navigation Systems Group Ltd.
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Toronto, ON M8V1J7

ITEM 2. DATE OF MATERIAL CHANGE

April 6, 2009

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on April 7, 2009.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced that it had signed a further MOU with SAMRI of China.

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"



Star Navigation Signs MOU in China for COMAC919 Program

TORONTO, April 7 /CNW/ - Star Navigation Systems Group Ltd. (TSX-V: SNA) ("STAR" or the "Company"), a leading edge technology company focused on providing Aerospace Solutions to aviation operators worldwide, is pleased to announce the signing of an important Memorandum of Understanding ("MOU") with AVIC I Shanghai Aero Measurement-Controlling Research Institute ("SAMRI"), of Shanghai, China. (SAMRI is an Enterprise of AVIC-China Aviation Industry Corporation).

Further to the Shanghai Aero Measurement-controlling Research Institute Collaborative Framework Agreement ("CFA") that was signed between STAR and SAMRI (press release November 12, 2008), this MOU demonstrates a further commitment to a collaboration that will see STAR and SAMRI work jointly to develop a solution for the Commercial Aircraft Corporation of China, Ltd. ("COMAC") and facilitate a formal agreement to include Star's In-Flight Safety Monitoring System ("ISMS(TM)") technology (known as "TERRASTAR:Real Time Monitoring(TM)") as standard equipment for the new COMAC919 aircraft.

As part of a technical exchange, a team of STAR engineers recently traveled to Shanghai to work with SAMRI. Star and SAMRI jointly presented a simulation of the TERRASTAR: Real Time Monitoring(TM) system to the engineers from COMAC (Shanghai Aircraft Research Institute Division) and also presented a second simulation to representatives of COMAC Shanghai Aircraft Customer Service Co. Ltd.

Both simulations received favourable response.

Dale F. Sparks, Star's Chief Technology Officer stated: "Our relationship with SAMRI is an important collaboration. The expertise, vision and experience of both companies are synergistic and complimentary and together, we are better positioned for the COMAC919 project. The success of the two simulations was the direct result of significant contributions from both STAR and SAMRI. STAR would like to thank SAMRI for their efforts and support and we look forward to developing an even closer relationship in the future."

The STAR and SAMRI collaboration is one of the first joint foreign/domestic partnerships on the COMAC919 program and this MOU will be used as the basis for supplying Star's In-Flight Safety Monitoring System technology to the COMAC919, as standard equipment.

Viraf Kapadia, Chairman & CEO of Star said, "We look forward to supplying and integrating Star's licensed, patented technology in collaboration and cooperation with SAMRI and its associated companies. This agreement is in keeping with our philosophy of building firm foundations to make long-term relationships stronger. Star continues in its commitment to ensure that its technology is universally recognized and protected."

STAR and SAMRI have also agreed to assemble a joint technical team to enhance the technical management of their cooperation and standardize the

technical policies and procedures, in support of COMAC programs. 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.

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\(at\)Agoracom.com](mailto:SNA(at)Agoracom.com) or contact www.star-navigation.com or Viraf Kapadia, CEO, (416) 252-2889 or [viraf.kapadia\(at\)star-navigation.com](mailto:viraf.kapadia(at)star-navigation.com).

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/For further information: investors are asked to e-mail all questions and correspondence to [SNA\(at\)Agoracom.com](mailto:SNA(at)Agoracom.com) or contact www.star-navigation.com or Viraf Kapadia, CEO, (416) 252-2889 or [viraf.kapadia\(at\)star-navigation.com](mailto:viraf.kapadia(at)star-navigation.com)/ (SNA.)

CO: Star Navigation Systems Group Ltd.

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