

**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 12, 2009

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on May 13, 2009.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced denial of Motion for Sanctions against it.

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"



U.S. Court Denies Aeromechanical Services Ltd. Motion for Sanctions Against Star Navigation

TORONTO, May 13 /CNW/ - 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, announces that a motion for sanctions brought by Aeromechanical Services Ltd. (TSX-V: AMA) against Star, was dismissed on May 12, 2009 by the United States District Court for the Northern District of California (the "Court"). Aeromechanical Services Ltd. ("AMS") sought an award of attorney's fees, arguing that Star had filed and prosecuted an action against them in bad faith. Star had previously dismissed a complaint against AMS for infringement of Star's U.S. Pat. No. 7,113,852 (See Press Releases March 17, and April 7, 2009). The Court held that Star's voluntary dismissal of the action against AMS did not warrant a conclusion that Star prosecuted the action in bad faith. The Court therefore denied AMS's motion. Star will continue to monitor the situation with AMS and will consider further action if the circumstances warrant it.

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)

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/For further information: Please visit www.star-navigation.com or

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