

**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

November 2, 2010

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on November 2, 2010.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced participation in an oceanic and remote airspace tracking and positioning study.

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 5th day of January, 2011.

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

Schedule "A"



STAR NAVIGATION, ASTRIUM SERVICES and DGAC COMMENCE OCEANIC AIRCRAFT MONITORING AND POSITIONAL TRACKING STUDY FOR THE EUROPEAN COMMUNITY

TORONTO, ONTARIO, November 02, 2010 - Star Navigation Systems Group Ltd. (TSX Venture: SNA) ("Star" or the "Company"), is pleased to announce that it has commenced work with Astrium Services and the General Directorate for Civil Aviation ("DGAC") of France, on a study aimed at proposing solutions to the need to access in-flight positioning and monitoring data for commercial aircraft while in oceanic or remote airspace.

Awarded by the Single European Sky ATM Research (SESAR) Joint Undertaking, one of the most ambitious research and development projects ever launched by the European Community, the Satellite Oceanic Position Tracking Improvement and Monitoring Initiative ("SAT-OPTIMI") study will propose innovative satellite solutions for improving aircraft safety and optimizing coordination between both air transit and search and rescue services in remote or oceanic areas.

Star Navigation will contribute expertise and experience based on its advanced STAR-ISMS™ real-time monitoring system - the first system in the world to feature real-time in-flight data-analysis, monitoring and diagnostics with an integrated satellite connection between aircraft and ground. The ability to immediately warn of aircraft health and/or flight profile exceedences, can be of significant value to both flight crew and ground based personnel. In extreme cases, the automated STAR-ISMS™ MAYDAY feature immediately commences the streaming of alerts and flight data, including current aircraft location.

Astrium will lead the SAT-OPTIMI study and will contribute its cutting edge satellite communication systems expertise and considerable resources of its Services division, a recognized expert in providing dependable satellite services worldwide with high availability. Through this study, Astrium is playing an important role in enabling Europe to develop a reliable and effective system using innovative solutions, such as advanced aeronautical services to improve the safety of flights. (See Astrium Press Release November 02, 2010).

Viraf S. Kapadia Star Chief Executive Officer stated, "Star has aspired to make a difference in the Aviation Industry and everything we do will ensure that we make the flying world safer and also enhance shareholder value."

Dale F. Sparks, Star Chief Technology Officer stated: "We are very pleased to be working with Astrium Services and France's General Directorate of Civil Aviation on this important study. Given the depth of our combined expertise and experience, I am confident that we will be able to put forward effective solutions that will dramatically enhance the safety of air traffic."

About Star Navigation: (www.star-navigation.com)

Star Navigation Systems Group Ltd. owns the exclusive worldwide license to its proprietary, patented In-flight Safety Monitoring System, STAR-ISMS™, 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.

About Astrium (www.astrium.eads.net)

Astrium, a wholly owned subsidiary of EADS, is dedicated to providing civil and defence space systems and services. In 2009, Astrium had a turnover of €4.8 billion and more than 15,000 employees in France, Germany, the United Kingdom, Spain and the Netherlands. Its three main areas of activity are Astrium Space Transportation for launchers and orbital infrastructure, Astrium Satellites for spacecraft and ground segment, and Astrium Services for comprehensive end-to-end value-added solutions covering secure and commercial satcoms and networks, high security satellite communications equipment, bespoke geo-information and navigation services worldwide.

EADS is a global leader in aerospace, defence and related services. In 2009, the Group comprising Airbus, Astrium Cassidian and Eurocopter generated revenues of €42.8 billion and employed a workforce of more than 119,000.

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.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of the content of this release.

Please visit www.star-navigation.com or Viraf Kapadia, CEO, (416) 252-2889, viraf.kapadia@star-navigation.com; AGORACOM Investor Relations: IR HUB, <http://www.agoracom.com/ir/StarNavigation>. E-mail all questions and correspondence SNA@agoracom.com, <http://www.agoracom.com/ir/StarNavigation>.