

**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**

January 6, 2011

**ITEM 3. NEWS RELEASE**

Press release in the form attached as Schedule "A" was disseminated on January 6, 2011.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announced extension of the term of various warrants.

**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 6th day of January, 2011.

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

Schedule "A"



**STAR EXTENDS TERM OF WARRANTS**

TORONTO, Ontario, January 6, 2011, –Star Navigation Systems Group Ltd. (TSX Venture: SNA) ("Star" or the "Company") is pleased to announce that the TSX Venture Exchange (the "Exchange") has consented to the extension of the term of 13,182,766 common share purchase warrants issued pursuant to a private placement announced May 16, 2007 (the "May 16, 2007 Warrants"). The May 16, 2007 Warrants, set to expire on April 15, 2011, will now expire on May 15, 2012. Each May 16, 2007 Warrant will continue to entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.20.

The TSX Venture Exchange has also consented to the extension of the term of the following warrants:

-8,488,930 common share purchase one-half (1/2) warrants issued pursuant to a private placement announced November 14, 2008 (the "November 14, 2008 Warrants"). The November 14, 2008 Warrants, set to expire on December 1, 2011, will now expire on December 1, 2012. A full November 14, 2008 Warrant will continue to entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.30.

-6,105,500 common share purchase one-half (1/2) warrants issued pursuant to a private placement announced April 9, 2009 (the "April 9, 2009 Warrants"). The April 9, 2009 Warrants, set to expire on April 7, 2011, will now expire on December 1, 2012. A full April 9, 2009 Warrant will continue to entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.30.

-10,776,666 common share purchase warrants issued pursuant to a private placement announced November 4, 2009 (the "November 4, 2009 Warrants"). The November 4, 2009 Warrants, set to expire on November 4, 2011, will now expire on December 1, 2012. Each November 4, 2009 Warrant will continue to entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.20.

-3,428,333 common share purchase warrants issued pursuant to a private placement announced November 26, 2009 (the "November 26, 2009 Warrants"). The November 26, 2009 Warrants, set to expire on November 30, 2011, will now expire on December 1, 2012. Each November 26, 2009 Warrant will continue to entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.20.