

**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 26, 2007

**ITEM 3. NEWS RELEASE**

Press release in the form attached as Schedule "A" was disseminated on November 26, 2007.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announced a private placement.

**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 14th day of January, 2011.

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

Schedule "A"



**Star Navigation - Private Placement**

**TSX Venture Exchange Symbol: SNA**

**TORONTO, Nov. 26 /CNW/ - Star Navigation Systems Group Ltd. (TSX: SNA-V)**

**("Star" or the "Company") is pleased to announce that, subject to TSX-V acceptance, Star has completed a non-brokered private placement for gross proceeds totaling \$1,181,000 representing 11,810,000 common shares at \$0.10 per share. Proceeds of the placement, commenced in October, will be used for marketing, general working capital purposes, as well as for costs involved in the system sales announced previously.**