

**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 11, 2006

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on May 11, 2006.

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 Completes Private Placement

TORONTO, May 11 /CNW/ - Hilary Vieira, President of Star Navigation Systems Group Ltd. (TSX.V: SNA) (FSE: s3o) is pleased to announce that, subject to TSX-V acceptance, Star has completed a non-brokered private placement for gross proceeds totaling \$1,302,610 representing 3,721,743 units at \$0.35 per unit. Each unit is comprised of one common share and one common share purchase warrant that entitles the holder to purchase an additional common share at \$0.45 until May 8, 2007. Proceeds from the private placement are for general working capital purposes.iac.com.pk