

**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 17, 2007

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on May 17, 2007.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced corporate update and 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 Systems Group Ltd. - Corporate Update, Spring 2007

TSX Venture Exchange Symbol: SNA

TORONTO, May 17 /CNW/ - Mr. Viraf Kapadia, Co - C.E.O. of Star Navigation Systems Group Ltd. ("Star"), developer of Flight Safety and Fleet Monitoring Systems, is pleased to provide the following update concerning ongoing initiatives at Star.

PRIVATE PLACEMENT

The Company has now closed a non-brokered private placement of 13,182,766 Units priced at \$0.15 per Unit. Each unit consists of one common share and one common share purchase warrant. Each warrant will entitle the holder to purchase one common share until April 15, 2008 at a price of \$0.30 per share. All securities issued pursuant to the offering are subject to a hold period of four months commencing on the date of closing.

Proceeds of the private placement will be used for general working capital purposes.

STRATEGIC ADVISORY BOARD

The Spring meeting of the Star's Strategic Advisory Board ("SAB") was held in Montreal recently. Pierre J. Jeannot, formerly President and CEO of Air Canada (1984 - 1990) and Director General and CEO of the International Air Transport Association ("IATA") (1993 - 2003), Chairman of the SAB, presided over a most effective meeting. Other members of Board present were Jean-Louis Larmor, Star's Co-CEO, Karel Ledebouer, formerly EVP- Operations at KLM Royal Dutch Airlines, and Captain Charles Simpson, former Chairman of the Transportation Safety Board of Canada (please see News Release January 10, 2006).

Members of the Senior Management Group at Star updated the SAB on recent developments, product line expansion and ongoing sales initiatives. The members of the SAB made several significant operational suggestions, all of which have now been implemented. In addition, a number of new sales avenues were provided by members, and these are being actively pursued.

The SAB meets formally with the Senior Management Group on a semi-annual basis, and informally by telephone conference as required. The next formal meeting will be held in early Fall, 2007.

PAKISTAN INTERNATIONAL AIRLINES ("PIA")

Star has sent a 3 person technical team to PIA Operations in Karachi, Pakistan. For the past few days, they have been engaged in pre-installation testing of the In-Flight Safety Monitoring System ("ISMSTM") on one of PIA'S A-310 aircraft.

PRODUCT LINE ENHANCEMENT

As an adjunct to the Company's product profile, Dale F. Sparks, Chief Technical Officer, and his department began advanced software compatibility and integration testing with a number of OEM's, with a view to joint marketing

and sales initiatives for the coming year. In many cases, the addition of Star software capabilities to other avionics products can significantly increase the functionality and marketability of the base product.

CONFERENCES

In April, Star partnered with NatSeattle, builder of the Star Server Unit, to showcase their respective product lines at the Avionics Maintenance Conference in Phoenix. This close cooperation benefits both organizations and resulted in increased visibility.

Star and NatSeattle are also slated to attend the European Business Aviation Convention and Exhibition ("EBACE") in Geneva May 22-24, 2007. Attended by close to 10,000 business leaders, operators, aircraft maintenance personnel and regulatory officials from Europe, the Middle East and North America, this is one of the most important conventions of the year.