

**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**

July 2, 2014

**ITEM 3. NEWS RELEASE**

Press release in the form attached as Schedule "A" was disseminated on July 3, 2014 via Marketwire.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announced amendment of warrant exercise price.

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

For a full description of the material change, please refer to the press release attached hereto as Schedule "A".

**ITEM 6. Reliance on subsection 7.1(2) or (3) 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 3rd day of July 2014.

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

Schedule "A"

**TORONTO, Ontario, July 3, 2014, –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 amendment of the exercise price of common share purchase warrants issued pursuant to private placements announced November 4, 2009 (10,776,666 warrants, original exercise price \$0.20), November 26, 2009 (3,428,333 warrants, original exercise price \$0.20), February 27, 2012 (15,200,000 warrants, original exercise price \$0.30 ), September 17, 2012 (26,100,000 warrants, original exercise price \$0.20) and May 6, 2013 (10,030,000 warrants, original exercise price \$0.20) (the " Warrants"). The Warrants will now entitle the holder thereof to purchase one common share of Star at an exercise price of \$0.12. The current expiry dates of the Warrants have not changed.**