

**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, 2014

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on February 6, 2015 via Marketwire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company confirmed appointment of director.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

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

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 9th day of February, 2015.

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

Schedule “A”

TORONTO, ONTARIO--(Marketwired - Feb. 6, 2015) - Star Navigation Systems Group Ltd. ("Star" or the "Company") (TSX VENTURE:SNA)(OTCBB:SNAVF) is very pleased to announce the appointment of Mr. Abdul Mawji to the Board of Directors of the Company.

Mr. Mawji is a Chartered Professional Accountant and Certified Management Accountant with over 15 years of senior financial and operational management experience in the software, technology, telecommunications, manufacturing/assembly, healthcare and retail industries. He has been appointed Chair of the Audit Committee of the Company, in addition to his participation in the Compensation and Corporate Governance and HR/Strategic Planning Committees.

The Company very much looks forward to Mr. Mawji's advice and guidance in the future.

In accordance with current Company policy, Mr. Mawji will be granted 300,000 options to purchase common shares of the Company @ \$0.10, vesting over one year, expiring November 26, 2017 subject to TSX-V approval.