

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**ITEM 1. REPORTING ISSUER**

Star Navigation Systems Group Ltd.  
11 Kenview Blvd.,  
Brampton, ON L6T 5G5

**ITEM 2. DATE OF MATERIAL CHANGE**

January 22, 2020

**ITEM 3. NEWS RELEASE**

Press release in the form attached as Schedule "A" was disseminated on January 22, 2020 via Globe Newswire.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announced Annual Meeting date changes.

**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:

Randy Koroll  
Chief Financial Officer  
(416) 252-2889

**ITEM 9. DATE OF REPORT**

Dated at Toronto, Ontario this 7th day of May, 2021.

By: (signed) "Randy Koroll"  
Randy Koroll

**Schedule “A”**

**STAR NAVIGATION SYSTEMS GROUP LTD. ANNOUNCES CANCELLATION OF  
FEBRUARY 14, 2020 MEETING AND DATE OF ANNUAL AND SPECIAL  
GENERAL MEETING**

Brampton, Ontario, January 22, 2020. Star Navigation Systems Group Ltd. (CSE: SNA) (CSE: SNA.CN) (“Star” or the “Corporation”) announces that on Friday, January 17, 2020, the Commercial Court of the Ontario Superior Court of Justice (the “Court”) ordered that an Annual General and Special Meeting of the shareholders of Star be held on March 9, 2020. The Special Meeting previously called for February 14, 2020 will be cancelled. The Court further ordered that if Star’s audited financial statements for the financial year ended June 30, 2019 are not available for circulation in accordance with applicable timing rules, Star has leave to adjourn its March 9, 2020 Annual General and Special Meeting for no more than thirty days in order to complete preparation of those financial statements. The current management team consists of Peter M. Clausi, Interim CEO, Randy Koroll, CFO, Jean-Louis Larmor, Vice-President - Corporate Development, Barney Lassche, Vice- President Human Resources and Roger S. Peacock, General Counsel. They, together with the Board of Directors, shall operate Star in the normal course of business. The current management team was not appointed by Court Order.