

**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

October 17, 2019

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on October 17, 2019 via Globe Newswire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced Notice of Meeting response.

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 Responds to Invalid Notice of Meetings

TORONTO, Oct. 17, 2019 -- Star Navigation Systems Group Ltd. (CSE: SNA) (CSE: SNA.CN) (OTCQB: SNAVF) ("Star" or the "Company") has responded to the latest tactics of a dissident shareholder group and confirms that no special meeting of shareholders of the Company (the "Shareholders") will take place on December 11, 2019. The dissidents' latest initiative involves issuing two notifications of meeting and record dates on October 9, 2019 (the "Notifications"), one of which is purporting to set the date for a special meeting of Shareholders on December 11, 2019, pursuant to two invalid shareholder meeting requisitions dated September 13 and 16, 2019 (the "Requisitions"). The Requisitions constitute the fifth time that the dissidents have submitted an invalid shareholder meeting requisition to the Company. The Notifications constitute the second and third time that the dissidents have inappropriately filed a notification of meeting and record date on the Company's SEDAR profile pursuant to an invalid shareholder meeting requisition. The dissidents are conducting themselves in an inappropriate manner that is unnecessarily disruptive to the market. These actions are part of many attacks committed by the dissidents that continue to threaten the very important initiatives underway to maximize the Company's potential, and to undermine shareholders' rights. Indeed, these actions are jeopardizing the Company's financing initiatives and continue to divert resources away from the Company's operations. As was previously announced and reiterated to the dissidents, the Company's board of directors have resolved to call an annual and general meeting of Shareholders on March 9, 2020.