

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

December 11, 2019

ITEM 3. NEWS RELEASE

Press release in the form attached as Schedule "A" was disseminated on December 11, 2019 via Globe Newswire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced Results of Shareholder Meeting.

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 RESULTS OF SHAREHOLDER MEETING

Brampton, Ontario, December 11, 2019. Star Navigation Systems Group Ltd. (CSE: SNA) (CSE: SNA.CN) (OTCQB: SNAVF) ("Star" or the "Corporation") reports that at the Special Shareholder Meeting ("Meeting") held on December 11, 2019, the shareholders passed the resolutions proposed in the Concerned Shareholders Proxy Circular. Peter Clausi, Brian Crawford, Birks Bovaird, Ali Jomaa, Stephen Coutts, Zachery Goldenberg, and Randy Hoback were elected as directors of the Corporation with the support of 99% of the shareholders voting at the Meeting. The motion to authorize the directors to investigate any and all related party transactions in respect of the Corporation was passed with the support of 99% of the shareholders voting at the Meeting. At a board of directors' meeting immediately following the Special Shareholder Meeting, the following were appointed to management positions: · Peter M. Clausi was appointed Star's Interim Chief Executive Officer; · Randy Koroll was appointed Star's Chief Financial Officer and Corporate Secretary; · Jean-Louis Larmour was confirmed as Star's Vice-President, Corporate Development; · Barney Lassche was appointed as Star's Vice-President, Human Resources; · Birks Bovaird was appointed as Star's Chairman of the Board. Star has learned that the former CEO, Viraf Kapadia, has purported to file security documents related to a debt he claims was incurred to him by Star during his tenure as CEO. This alleged debt is part of the related party transactions to be investigated in the shareholder-sanctioned investigations. Star will investigate this debt and will report to the shareholders when better facts are known. The new board intends to take steps to finance Star, bring it into compliance with the regulators, file the financial statements and MDA that the former CEO failed to file resulting in a cease trade order, and advance Star's business plan.