Star Navigation Systems Group Ltd.
Management's Discussion and Analysis
For the three and nine month periods ended March 31, 2022 and 2021

The following management's discussion and analysis ("MD&A") is a review of operations, current financial position and outlook for Star Navigation Systems Group Ltd. (the Company" or "Star") for the three and nine month periods ended March 31, 2022 and 2021 and should be read in conjunction with the consolidated audited financial statements for the periods ended June 30, 2021 and June 30, 2020. Amounts are reported in Canadian dollars based upon the financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"). Information contained herein is presented as at May 30, 2022.

Certain information in this MD&A or incorporated by reference, and in other public announcements by the Company is forward–looking and is subject to important risks and uncertainties. Words such as "may", "will", "believe", "expect", "anticipate", "estimate" and similar expressions identify forward-looking statements. Forward-looking statements may be found in the General Development of the Business, Overview of Products, Operational Milestones, Outlook, Selected Financial Information, Results of Operations, Liquidity and Capital Resources and Overview sections of this MD&A. Forward-looking information includes information concerning the Company's future financial performance, business strategy, plans, goals and objectives. Forward–looking statements are necessarily based upon estimates and assumptions considered reasonable by management but which are subject to business, economic and competitive uncertainties. Results could differ materially from those projected in forward-looking statements. Aside from its efforts locally in the United States and Canada as well as in Europe, the Company continues to pursue sales and marketing efforts for its main Star Airborne Data System ("STAR-A.D.S.®") and Star Man, Machine, Interface ("STAR M.M.I.™") Division products and variants, either directly or through joint arrangements in North America, the Middle East, South-East Asia and developing countries. The Company focuses on airlines, and on avionics integrators. The Company is of the opinion that these geographical areas represent very significant current and future growth potential in terms of passenger miles flown and therefore, demand from operators for technology which will offer enhanced safety and efficiency to their operations.

However, the Company accepts the fact that pursuing opportunities in areas outside North America and Europe potentially subjects it to risks involving political unrest, cultural differences, differing legal environments and business practices, and the significant added expense of travel and accommodation for Company personnel required to be onsite for sales, testing and installation duties. The Company endeavors to mitigate these risks as much as reasonably possible through the judicious use of secure financial instruments, experienced local and international sales agents and coordinated marketing and travel arrangements.

While continuing its efforts in North America and Europe, the Company's current marketing focus for its STAR-A.D.S.® System is on sales to smaller new or restructured airlines in areas outside the traditional North American and European large carrier market. This results in large part from the rapid increase in passenger volumes over the past few periods in many countries in the Middle East, South-East Asia and to a lesser extent, Africa.

Prior to COVID-19, new airlines were looking for ways in which to both comply with changing regulatory requirements while at the same time, maintaining strict maintenance and financial control over their operations. The Company's business is based in large part in providing solutions to those issues, amongst others. As COVID-19 becomes less of a global issue, many of these airlines will revisit all aspects of their operations and it is hoped that the Company, through its local agents and partners, will be there to provide the necessary guidance and equipment.

Operations in developing and emerging markets require both caution and knowledge of local conditions and customs. The Company relies heavily on the experience, commitment and integrity of its local agents and partners to represent the Company in a businesslike and ethical manner, target potential customers, understand their individual requirements, present proposals and provide after-sales support. While care is taken in the agent/partner selection process, things can change, and it is not possible for the Company's management in Canada to stay fully abreast of the daily actions of its agents and partners abroad. Frequent contact and updates are essential and helpful but complete control is just not possible.

With any sale, but especially in the developing and emerging market areas, the Company makes every effort to structure and document the agreement of the parties in such a way as to protect the interests of the Company and to ensure that the transaction is profitable. However, legal systems and cultures vary widely around the World and the enforcement of legal obligations where there is a problem such as payment can be expensive, time consuming and often unsuccessful. In addition, local political influence can be a factor, as can change of local government. The Company could be barred from operating in a jurisdiction, or payments due to the Company could be frozen or prohibited. From a cultural standpoint, in many parts of the developing and emerging world, (and, to a lesser extent, in parts of the First World as well) bribery is an accepted and normal practice. The Company has a strict written Bribery Policy, which is provided to all directors, officers, employees, consultants and agents. Still, fines and penalties could be imposed on the Company if there is a policy breach by one of the Company's agents or partners.

In addition, the airline business itself has inherent risks, and newer airlines are generally more susceptible to many of these risks. The Company's revenue comes from both hardware sales and ongoing monthly service fees, dependant in part on the number of hours a particular plane is in service. In the event that a customer airline ceases or restricts operations, the Company's revenues can be impacted.

The Board of Directors of the Company has determined, that despite the demonstrable risks of operating in developing and emerging markets, careful planning, deal structure, the use of Export Development Corporation assistance where possible and the employment of experienced and careful agents and partners, can mitigate the risks to the Company' business operations.

COVID-19

On January 30, 2020, the World Health Organization declared the coronavirus outbreak ("COVID-19") a "Public Health Emergency of International Concern" and on March 11, 2020, declared COVID-19 a pandemic. The outbreak of COVID-19 resulted in governments worldwide enacting emergency measures to combat the spread of the virus.

These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 pandemic is still being determined at this time, as is the efficacy of the government and central bank interventions.

Due to the COVID-19 pandemic and the resulting mandatory closure of businesses starting in March 2020, and with airline fleets being grounded worldwide, the Company was forced to lay off employees and terminate contractors effective April 6, 2020. Senior management continued to work on a limited resources basis. The Company subsequently recalled most of its employees on September 1, 2020 at reduced salaries in order to help the Company preserve cash.

The Company continues to push its STAR-A.D.S.® System product and has not slowed down its sales strategy due to COVID-19, although travel has been necessarily restricted. The Company is enhancing its sales strategy, hoping to leverage the fact that all new aircraft built after January 2023 have been mandated to have a flight tracking system (Global Aeronautical Distress & Safety System (“GADSS”)) installed on its aircraft. Pre-2023 aircraft operators are being encouraged to follow suit but are not currently being mandated due to the losses suffered from COVID-19.

The Company recognizes that air travel may not return to pre-pandemic levels until sometime in 2022. However, with the roll-out of vaccines world-wide to combat COVID-19 happening in 2021, air travel by people has been increasing and will continue to increase. Countries have now developed policies regarding travel by people to different countries and we see this trend increasing month by month. The Company feels that it is unlikely that further government restrictions regarding travel will be implemented that will affect its business operations, unless another Pandemic occurs or further serious variants of the virus appear.

Factors which could cause actual results to differ materially from current expectations include, among other things, the ability of the Company to successfully implement its strategic, sales and financing initiatives and whether such initiatives will yield the expected benefits.

In addition, the ability of the STAR-A.D.S.® and STAR- M.M.I.™ Divisions to successfully promote and sell products and services is critical. Competitive conditions in the business in which the Company participates, supply chain interruptions, general economic conditions and normal business uncertainty, fluctuations in foreign currency exchange rates and changes in laws, rules and regulations applicable to the Company in the jurisdictions in which the Company operates are all factors to be taken into consideration.

The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, whether as a result of new information, or future events or otherwise, except as may be required by law.

Readers are cautioned that forward-looking statements are not guarantees of future performance.

Further information relating to Star is available on SEDAR at www.sedar.com.

EVOLUTION OF THE BUSINESS

Star Navigation Systems Group Ltd. commenced its operations in May 2000 and is listed on the Canadian Securities Exchange (the “CSE”) under the symbol “SNA”.

Star Navigation Systems Group Ltd. is a Canadian publicly owned technology company. It focuses on providing aerospace and transportation data services solutions along with hardware and software platforms that assist aviation and other transport related operators worldwide. Headquartered in Brampton, Ontario, Star has developed the In-Flight Safety Monitoring System (“STAR-ISMS®”), an aircraft computer that is at the heart of the Star Airborne Data System (“STAR-A.D.S.®”). It is the first system in the world that combines in-flight data monitoring, diagnostics and data analysis with real-time secure connections between the aircraft and the ground, using real-time satellite transmission.

The STAR-A.D.S.® System provides real-time monitoring, data analysis, aircraft health and flight operation status, and real-time position (tracking) information, all of which contribute to aviation safety, reduction of fuel usage and maintenance costs, reduction of carbon footprint, and provides the opportunity for enhanced return on investment for airlines.

The STAR-A.D.S.® G3 computer has been certified for airworthiness (Supplemental Type Certificate (“STC”)) on aircraft type A310 by Transport Canada (“TC”) and the U.S. Federal Aviation Authority (“FAA”). The Company received its full operational STC for aircraft type A320 in September 2021. The third generation (“G3”) computer combines, in one unit, several updated air-to-ground communications means. In particular, the G3 unit adds the ability to switch from satellite communications to Global System for Mobiles (“GSM”) communications, providing maximum flexibility and cost-effectiveness to the users.

The Star Man, Machine, Interface (“STAR-M.M.I.™”) Division was created in April 2014. The Division repairs high performance flat panel displays for defence and commercial aviation industries and has been an important revenue generator within Star. STAR-M.M.I.™ serves major avionics integrators and system manufacturers worldwide.

OVERVIEW OF PRODUCTS AND PROGRAMS

STAR-A.D.S.®

The STAR-ISMS® technology is the heart of the STAR-A.D.S.® System. The System provides airlines/operators with a cost effective, end to end solution, allowing the automated capture and delivery of the results of real-time, in-flight analysis of an agreed set of parameters. This offers the capability of real-time monitoring of the aircrafts' performance, its status and location, and provides instant and secure access to essential aircraft information from a PC based web connection. The STAR-A.D.S.® System delivers high value, streamlined operational information with minimum impact to the airline's internal processes and procedures. It uses a Graphical User Interface ("GUI") providing the operator with fast, convenient visibility of information from any location, within minutes of the data being generated on an aircraft data bus, in flight, anywhere in the world.

The STAR-A.D.S.® System is currently certified by TC and the U.S. FAA. The system can be installed on any aircraft irrespective of aircraft type for which the Company has both an installation and operational STC.

The Company is currently focussing on sales processes and marketing initiatives enhancing the product brand awareness and global coverage for selling as all commercial passenger aircraft will soon require this type of technology.

With the mandatory requirement of all Aircraft manufacturers to put this type of system on brand new aircraft being built after January 2023, the STAR-A.D.S.® System is well positioned to provide an excellent solution to Aircraft Manufacturers in the periods ahead.

STAR-M.M.I.™

The STAR-M.M.I.™ Division, repairs, performs qualification tests on, and supports on-board LCD flat screen displays. These high-performance LCD displays and control panels from are used in the cockpits of fixed wing aircraft and helicopters for both civilian and military applications.

STAR-M.M.I.™ has full capability, in-house, to offer customer support. Its products have already been delivered to various major system avionics integrators worldwide, all of them appearing in the Fortune 500 listing.

A key client for this program is U.S. Defence Contractor Lockheed Martin, whose customer is the United States Department of Defence. Star has an extended contract with Lockheed Martin that runs up until 2026 for all the repairs and maintenance required to service those units. Expenses are incurred at the time a repair is received for this program and the Company subsequently invoices the customer.

The contract is in good standing with the customer and the Company continues servicing the contract for repair and maintenance on the customer equipment. The Company's obligations are to repair the units as needed and it has all the resources in house such as the qualified technicians and quality control personnel to be in full compliance/obligation with the agreement.

OVERVIEW OF PRODUCTS AND PROGRAMS (Cont'd)

STAR – TTT™ (Talk, Text & Track)

Our partner on this project was Chengdu Aerospace in China. Given the current state of relations between Canada and China, and the fact that the product requires financial resources to get certified before it can go on board an aircraft, the project has been put on hold by the Company at this time.

STAR – V – TRK™

This project is on hold due to financial resources that will be needed. The product requires certification to be installed on any aircraft. The Company will continue to monitor the situation and may return to this project as finances and technology advances permit.

OPERATIONAL UPDATES

During the fiscal year ending June 30, 2021, the Company made the following progress towards achieving its strategic growth objectives:

- The Company announced that it has signed a sales agency agreement (the "Agreement") with Swiss Aviation Group AG ("SAG") out of Switzerland. SAG was founded in 1996. It has over 20 years of experience in Airline Start-ups, Turn Arounds and Airport Management Support.

  SAG's activities have since expanded into the preparation of Air Operator Certificates, managing of and consulting for airport projects, the charter, lease and sales of jet transport passenger and cargo aircraft, the development of Business Plans, preparation of Feasibility Studies as well as restructuring and turnaround of airline companies.

  Under the Agreement, SAG will have exclusive rights to sell the STAR-A.D.S.® system to their defined airlines. The agreement is for a one (1) year term and can be extended by mutual consent of both parties. Both SAG and the Company have decided to extend the contract for another year without any compensation to SAG unless they complete a sale of the STAR-A.D.S.® unit.

- The Company cut back on the number of products and programs it has on the go to focus on its' STAR- A.D.S.® and MMI™ programs (See overview of Products and Programs above).

SALES & MARKETING STRATEGY

The Company has revamped its Sales & Marketing strategy in light of lower than expected sales results of the past 20 years. It's current CEO, Mr. Amir Bhatti is a past Chief Technical Officer with the Company and comes from an aviation industry background with 30 plus years of experience in airline flight operations, maintenance operations, flight safety and aircraft accident investigations. He has worked for aerospace companies such as Bombardier, De Havilland Aircraft of Canada, Pratt & Whitney Canada (as a Professor) and other Original Equipment Manufacturers.

Mr. Bhatti has been focused on restructuring the Company into a leaner organization. Part of these efforts are focused on cost reductions, supplier engagements, and streamlining the commercial approach for Star including engaging transformation and sales consultants to support revenue generation and product evolution efforts to reposition the Company.

As a further extension of the transformation initiatives, Star is in early discussions internally to define the product and services evolution roadmap. New sales objectives include an enhanced market/brand awareness campaign and marketing planning with IR firms such as Stockhouse and Agoracom. It also includes attendance at trade shows such as the Dubai Air Show in November 2021 and the Singapore Air Show in February 2022, speaking at a Kenya Aviation Safety and Accident Prevention Conference in March 2022, Wings India Air Show in March 2022. (See Strategic Objectives below). As well as engaging print media and marketing firms as well as joint marketing agreements with companies in the aviation industry. The Company is looking to boost its sales strategy by providing enhanced commercial promotional benefits to potential customers. Further updates on these initiatives are expected in 2022.

STRATEGIC OBJECTIVE ACCOMPLISHMENTS AND UPDATES FOR FY2022

Star's management is working towards implementing its new sales and below are some accomplishments during the fiscal year 2022:

- The Company continues to execute the commercialization of the STAR-A.D.S.® System, products and services with a focus on growing sales and production of the STAR-A.D.S.® box. To this end, actions anticipated during the next 12 months include partnerships with Maintenance Repair & Overhaul organizations and spare parts resellers/distributors, exhibiting at International Air Shows and Conferences.

- In November 2021, the Company attended and exhibited at the Dubai Air Show. Over the course of the show, Star held numerous meetings with airlines, Maintenance Repair Organizations ("MRO") and aircraft original equipment manufacturers ("OEM"). Several of these are now in further discussion to advance the possible sale of Star products.

- In December 2021, Star signed a Memorandum of Understanding ("MOU') with WheelTug plc, an innovative electric taxi company. The MOU will see the companies cooperate on the collection and analysis of data gathered by Star's on-board technology and WheelTug Vision, the camera array that complements the main WheelTug e-taxi system.

The goal is to maximize the benefits that WheelTug generates for airlines. Star's solution offers operators, owners, insurers and even ATC, access to granular flight ops information.

- In January 2022, the Company signed a Partnership agreement with FlightPath International SA Ltd. ("FPI"). This partnership enables FPI to train Worldwide Airlines & Operators including Pilots, Engineers, Flight Operations Officers on Star's Flight Sciences Services and Technologies. These services and technologies range from helping Airlines implement the mandatory International Civil Aviation Organization's ("ICAO") Global Aeronautical Distress Safety System program ("GADSS") coming in January 2023, to Autonomous Aircraft Tracking, Flight Operations Performance and Predictive Maintenance Protocols. (See Subsequent events).

- In February 2022, the Company was successfully recertified under the AS9100 Rev "D" Quality Systems Surveillance Audit. AS9100 is the International Quality Management System standard for the Aviation, Space and Defense ("AS&D") industry, created by the IAQG, and AS9100 Rev D (2020) is the most recent version. The standard provides suppliers with requirements for creating and maintaining a comprehensive quality system for providing safe and reliable products to the AS&D industry, as well as civil & military aviation requirements. "AS9100 Certified" means an organization has met the requirements of AS9100 Rev "D". Star was successfully re-certified to the AS9100 Revision D ISO 9001-2010 Standard.

- The Company participated as an exhibitor at the Singapore Air Show ("SAS"). The show ran from February 15-18, 2022. The Company hopes to leverage participation at the airshow to meet industry leaders from various companies in the Asia Pacific region and explore more business opportunities. It also offers the Company a chance to showcase Star product offerings and solutions. The SAS had over 350 aerospace exhibitors from around the world showcasing their products. This environment helps Star create brand awareness and industry credibility while promoting Star partners.

- In February 2022 the Company announced the launch of a 12-month online marketing campaign through AGORA Internet Relations Corp. ("AGORACOM") for the purposes of creating and enhancing the brand awareness of Star products for those that would be specifically interested in the Company's business model. As well, this agreement will provide the Company with the ability to engage all shareholders on AGORACOM's moderated and verified platform.
  AGORACOM has agreed to provide Star with significant exposure to small cap investors through its industry leading digital network which includes all social media channels and its award winning site Agoracom.com, which is ranked in the top 0.15% of all sites in the world by Amazon's Alexa website ranker.
  AGORACOM has launched "Verified" Discussion Forums, the first and only forums that provide verification of posts made by small cap company officials, as well as moderation of posts made by small cap investors, resulting in the highest level of engagement between companies and their investors.

STRATEGIC OBJECTIVE ACCOMPLISHMENTS AND UPDATES FOR FY2022 (Cont'd)

Star shareholders and prospective investors will be able to easily identify management and company officials with an AGORACOM checkmark next to their profile pictures on the Star Verified Forum which can be found at https://agoracom.com/ir/StarNavigationSystems/forums/discussion

- In March 2022 the Company attended and exhibited at the Wings India 2022 Airshow. The show was hosted by India's Ministry of Civil Aviation, the Airport Authority of India and the Federation of Indian Chamber of Commerce and Industry ("FICCI"). The Wings India 2022 airshow aimed to bring the key stakeholders of the Global Aviation market, State Governments, International regulators, and business associations together as a group representing airlines, in order to facilitate direct interaction with airport operators, various airlines, cargo operators and other players on a common platform.

  The Ministry of Civil Aviation is the nodal ministry responsible for the formulation of national policies and programs for development and regulation of Civil Aviation in India and for devising and implementing schemes for the orderly growth and expansion of civil air transport. Its other functions also extend to overseeing airport facilities, air traffic services and the carriage of passengers & goods by air.

  Star met with several Commercial and Military organizations that were interested to know more about the STAR-ISMS® (in-flight Safety Monitoring System) technology, particularly those that were looking to modernize their current and acquired fleets. Several Aviation Ministers from India, Bangladesh, and Jamaica had meetings with the Star team during the duration of the Airshow and evening conferences.

- In March 2022 the Company held an Aviation Accidents Preventions Conference jointly with FlightPath International Limited ("FPI"). Held in Nairobi, Kenya, the conference ran from March 10-15, 2022. Concurrently, the team met with individual airlines in Nairobi. The Company is looking to further showcase its STAR-A.D.S.® products, along with FPI's training systems, to unlock more opportunities and broaden the aviation industry's knowledge about both Star and FPI in the East and West African Region. Airlines from Ghana and Tanzania also participated in the Conference.

  The Conference welcomed over 25 different airlines and MRO's from the East and West African Regions. This integrated joint marketing and sales initiatives approach will help Star create brand awareness and industry credibility while promoting both Star and FPI products and services.

- In April 2022, Star received a purchase order for its Star A.D.S ® system from Swiss Aviation Group AG ("SAG"). The purchase order consists of nine (9) Star A.D.S ® units, to be delivered to four different airlines. The estimated value of the purchase order is $2.9 million over five years. SAG's delivery plan for the nine aircraft fitted with the Star A.D.S ® starts in June 2022 and should be completed in December 2022. Star plans to start preliminary inspections on the initial two aircraft in France at the end of June 2022.

The purchase order is conditional on two factors: successful aircraft lease financing and regulatory approval from local Civil Aviation Authorities regarding the Supplemental Type Certificates needed for each aircraft.

- The Company signed of a Letter of Intent ("LOI") with Pinnacle Air Pvt. Ltd ("Pinnacle") of India to purchase five (5) units of the STAR-ISMS®. (In-Flight Safety Monitoring System) for five (5) of its charter jets in April 2022.
  Pinnacle was founded in 2004, is an Indian charter airline based in Delhi that operates passenger charters to destinations across the country, specializing in business class charter flights.

  Pinnacle Group Chairman, Air Marshal Denzil Keelor, stated "Pinnacle's priority is offering our private jet customers peace of mind by placing the utmost priority on safety. As such, we are delighted to partner with Star for the integration of its In-flight safety monitoring system on our various types of aircraft to further enhance our flight safety and operations. As the first business aviation company to do so in India we continue to demonstrate our industry leadership, while also assisting Star with the launch of its program across India.

  The Star engineering team is scheduled to be in India for the first Gulfstream aircraft inspection in the second week of June 2022 for the Supplemental Type Certificate design package.

The Company is well on its way to bringing Star products to the commercial aviation market. The level of activity and partnerships and participation at international air events has never been achieved before but with the new Sales strategy in effect Star is getting its' name out on the global stage.

SELECTED FINANCIAL INFORMATION ANALYSIS
General Financial Information update at March 31, 2022

Star emerged from the Notice of Intent to Make a Proposal Event on February 24, 2021 after an arduous one and half year process. However, it will continue to require obtain debt and/or equity financing until it is able to generate sustainable revenues from operations on a consistent basis. The Company is looking at all available financing options. There can be no assurance that the Company will be successful in obtaining further financing.

Cash at March 31, 2022 was just under $247,000. This is down slightly from the June 30, 2021 balance of $277,000. The Company completed a private equity placement that closed on January 4, 2022 (See Liquidity section below).

Accounts receivable are billed and collected on a regular basis.

	March 31, 2022 (Unaudited)	June 30, 2021 (Audited)
Opening balance	**$ 80,244**	$ 93,090
Less: AFDA	**69,070**	69,070
Balance	**$ 11,174**	$ 24,020

SELECTED FINANCIAL INFORMATION ANALYSIS (Cont'd)
General Financial Information at March 31, 2022 (Cont'd)

The current aging of the accounts receivables outstanding at March 31, 2022 is $11,174 (June 30, 2021 - $24,020).

	Current	1 - 30	31 - 60	61 - 90	91+	Total
A/R	$ 2,937	$ 2,660	$ 1,918	$ -	$ 3,659	$ 11,174
TOTAL	**$ 2,937**	**$ 2,660**	**$ 1,918**	**$ -**	**$ 3,659**	**$ 11,174**

The Company mitigates non-collection of accounts receivables through its assessment of customers prior to sales being made and managing customers with a hands-on approach after sale to keep on top of any customer concerns or problems that may lead to non-payment. Receivables are only written off after all avenues of reconciliation have been attempted with its customers.

The Company has now started to acquire the inventory necessary to build its STAR-A.D.S.® boxes.

Prepaid expenses have increased since June 30, 2021 due to the prepayment by the Company of the Stockhouse contract which runs for one year.

Capital and Right of Use assets have changed due to minor asset additions and normal depreciation and amortization charges taken in FY2022.

Overall, assets have decreased slightly since June 30, 2021 mainly due to a reduction in cash and sales tax recoverables.

Accounts payable and accrued liabilities have decreased slightly in the nine months ended March 31, 2022 due to decreases in accrued liabilities.

	March 31, 2022 (Unaudited)	June 30, 2021 (Audited)
Trade payables (a)	**$ 156,811**	$ 125,014
Accrued liabilities (b)	**775,266**	846,522
	$ 932,077	$ 971,536

(a) Trade payables are amounts incurred in the normal everyday operation of the business.

(b) Accrued liabilities include among other things, amounts for salary accruals related to the pre-NOI period totaling $266,825 and CRA payroll deductions of $377,031.

Due to Related parties has decreased in 2022 from June 30, 2021 as some of the Company's Directors participated in the Shares for Debt transaction completed on January 4, 2022 (See Liquidity section below).

SELECTED FINANCIAL INFORMATION ANALYSIS (Cont'd)
General Financial Information at March 31, 2022 (Cont'd)

The Company received loans from shareholders to enable it to complete its return to trading on the Canadian Stock Exchange, where it has been suspended for failure to file its Annual Audited Financial Statements and Management Discussion and Analysis. The Company had the Cease Trade Order lifted on November 24, 2021.

These loans bear interest at 18% per annum, are unsecured and have no set terms for repayment. These loans were converted into common shares of the Company through a shares for debt transaction that the Company completed on January 4, 2022.

The Company also completed a private placement of its common shares raising $2,045,000. The common share units were issued at $0.03 per common share along with one (1) share purchase warrant exercisable into one (1) common share at $0.05 for up to 5 years.

On February 24, 2021, The Honourable Mr. Justice Cavanagh of The Ontario Superior Court of Justice (Commercial Court) granted an order approving the Proposal put forward by the Company on January 24, 2020 and as approved by the creditors on February 14, 2020. The proposal provides for $90,000 for unsecured creditor claims as at January 24, 2020 and $65,223 for secured creditors claims.

As part of the approval there is an amount due the unsecured creditors of $900,000 of common stock of the Company that will be paid out after the Company has its failure to file cease trade order ("FFCTO") revoked by the Ontario Securities Commission ("OSC"). The number of common shares to be distributed will be based on a four (4) month weighted average of the share price upon resumption of trading.

The Company has received a total of $120,000 in the form of the Canadian Emergency Business account ("CEBA") loans from the Government of Canada in February 2021. These loans are interest free loans with no principal payments until December 31, 2023. If the Company repays $80,000 of the total loan prior to December 31, 2023 then the balance of $40,000 will be forgiven. If the balance is not paid by December 31, 2023 then the balance of the loan is converted to a three (3) period term loan with interest at 5% starting on January 1, 2024. The balance of the loan must be paid no later than December 31, 2026.

On November 24, 2021, the Company received from the Ontario Securities Commission the revocation order regarding the Failure-to-File Cease Trade Order that was issued on November 1, 2019. The Company is now permitted to resume trading on the Canadian Securities Exchange ("CSE"), subject to compliance with CSE policies.

SUMMARY OF QUARTERLY RESULTS

The following table sets out selected financial information, presented in Canadian dollars and prepared in accordance with IFRS. The information contained herein is drawn from interim financial statements of the Company for each of the aforementioned eight quarters.

(Expressed in $)

	2022	2021	2021	2021
Period Ending	**March 31**	**December 31**	**September 30**	**June 30**
Revenue	5,597	5,107	7,360	5,894
Working Capital/(Deficit)	(1,358,879)	(4,712,726)	(3,759,523)	(3,199,814)
Expenses	1,488,094	1,339,841	585,326	2,011,543
Net Income (Loss) from Operations	(1,500,561)	(1,334,734)	(577,966)	(2,005,649)
Net Income (Loss) (per Share)	(0.005)	(0.003)	(0.001)	(0.003)

	2021	2020	2020	2020
Period Ending	**March 31**	**December 31**	**September 30**	**June 30**
Revenue	6,378	96,676	-	18,170
Working Capital/(Deficit)	(1,197,811)	(3,594,727)	(2,751,222)	(5,130,407)
Expenses	(2,261,523)	441,517	363,570	468,239
Net Loss from Operations	2,267,902	(344,839)	(363,570)	(450,070)
Net Loss (per Share)	0.004	(0.001)	(0.001)	(0.004)

REVENUES:

The last 8 quarters revenues have remained consistent from quarter to quarter with the exception of the December 31, 2020 quarter.

The low STAR-A.D.S.® sales over this time can be tied to an initial lack of a cohesive sales strategy prior to the installation of a new Board of Directors and Management. Compounding this was a lack of a proper marketing effort to support the strategy needed by the Company. These fluctuations also take into account that the Company filed a Notice of Intent to file a proposal (“NOI”) on December 11, 2019 that set the Company back financially as well as reputationally. These factors will take some time to overcome.

The STAR-M.M.I.™ division has also lacked consistency in sales and this is evidenced by the gap between sales received. The Company has previously gone long periods of time without receiving an MMI order, December 2020 being the last. This gap in sales has several effects in that it does not allow the Company to budget accurately or forecast inventory requirements and second the Company cannot plan capital expenses or labour costs accurately with regards to this program.

The Company is part of a program that serves the U.S Department of Defence (“DoD”) in repairing cockpit displays and only receives repair orders when the DoD determines that maintenance is required. The Company is relegated to a waiting game on receiving future repairs.

EXPENSES:

The Company has been more consistent in what it is spending over these quarters with fluctuations in spending costs coming with year-end adjustments and cash flow issues. Three months later in March 2020 the COVID-19 pandemic started causing the Company to lay-off its' entire staff. The Company's expenses continued steady due to the legal costs in dealing with the NOI proposal.

The Company has not been able to report a Net profit from Operations at any time in its history and only in March 2021, due to the Company emerging from the NOI process, was it able to record Net Income after other items because of the NOI process.

RESULTS OF OPERATIONS

Comparison of the three month periods ended March 31, 2022 and 2021

The Company lost $1,500,560 for the period ended March 31, 2022 vs. income of $2,267,902 for the same period ended March 31, 2021. The major contributing factors in the posting of income in 2021 was the gain of $2,703,941 as a result of emerging from the Notice of Intent to File a Proposal which allowed the Company to reduce its overall debt.

Revenues:

		March 31,	
	2022	**2021**	**Variance**
Total Revenues	**5,597**	**6,378**	**(782)**
Star-A.D.S.®	**5,597**	**6,378**	**(782)**
Star-MMI	**-**	**-**	**-**

Revenues for the three month period ended March 31, 2022 have decreased over 2021 marginally.

STAR-A.D.S.® revenues in Q3 were only airtime revenues and have decreased as they are dependent on an airlines flying hours and these are not consistent. No sales of the STAR-A.D.S.® box were completed in Q3-2022 or 2021.

There were no STAR-M.M.I.™ revenues in 2022 nor in 2021. The program has been operational since September 2014 but it has not yielded the results the Company had hoped for when it acquired the program and has struggled to deliver consistent results in recent years due to stoppages in the program that are beyond the control of the Company.

The Data Entry Panels ("DEP") that are repaired are not received on a regular basis. They come to the Company as its customer gets them for repair from the end-user. The Company has no indication from its customer as to when these may occur. There has been very little to no consistency for these repairs.

This MMI agreement is the repair and maintenance of the DEP's for which Star has a contract that runs until 2026.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the three month periods ended March 31, 2022 and 2021 (Cont'd)

Revenues (Cont'd)

The Company is trying to get its STAR-A.D.S.® System recognized globally by the Airline industry. (See Sales Strategy and Accomplishments above). This has not happened at this point in time and inhibits the Company from increasing its sales revenues. Until the Company can get several more customers on board and use them as leverage to gain access to other airlines then sales will remain flat. Further hampering the Company's ability to increase sales is that the COVID-19 pandemic hit the Airline industry harder then some other industries and caused Airlines to ground whole fleets of planes for long periods of time.

The Company recognizes that Airlines are not spending as much money as pre-pandemic days but the industry is recovering faster than what was anticipated by many. To that end, Management has brought in new sales partners with extensive aviation experience and also signed additional sales agency agreements.

Cost of Inventory Consumed:

	March 31, 2022	2021	Variance
Cost of Inventory Consumed	**3,429**	**9,032**	**(5,604)**
Star ISMS	**3,429**	**9,032**	**(5,604)**
Star MMI	**-**	**-**	**-**

Cost of inventory consumed for the period ended March 31, 2022 is down significantly over 2021 as the 2021 period contained higher transmission costs for airtime along with the fact that 2021 saw the Company recover some of those transmission costs due to a billing error by its supplier.

Airtime costs which the Company incurs each month increase/(decrease) depending on how much flight time the customer consumes. These costs were relatively the same from period to period.

There were no STAR-M.M.I.™ costs in 2022 or 2021 as the Company has had no MMI sales since November 2020.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the three month periods ended March 31, 2022 and 2021 (Cont'd)

General and Administrative:

	March 31,		
	2022	**2021**	**Variance**
Total G&A expenses	**484,333**	315,681	**168,652**
Accounting fees	**30,000**	22,500	**7,500**
Amortization-Right of use assets	**25,659**	25,659	**-**
Bank charges & interest	**(7)**	1,450	**(1,457)**
Board and Committee fees	**51,000**	27,000	**24,000**
Filing fees	**15,420**	8,911	**6,509**
Insurance	**404**	17,927	**(17,523)**
Office and general	**39,151**	44,232	**(5,081)**
Professional fees	**24,430**	46,289	**(21,859)**
Wages	**298,275**	121,713	**176,563**

Board and Committee fees are up this period as the Board was expanded at the Annual General Meeting the Company held in July 2021. The Company now has 6 Directors on its Board compared to 4 in the prior year.

Filing fees are up marginally this period due in large part to the costs associated with holding its Annual Shareholders meeting on July 7, 2021 and the increased number of press releases the Company is putting out. Its monthly regulatory fees have remained the same.

Insurance costs have remained relatively stable with the decrease in the period being a lower directors policy. The Company has been able to keeps its rates for its commercial and liability insurance the same as the prior period.

Rent expense has remained neutral as it is offset by the change that resulted from the implementation of IFRS 16. The offset to this is an increase in the amortization on the right of use asset that was setup and is amortized over the life of the lease which is 10 years and a reduction in rent expense.

Professional fees are down in 2022 over 2021 due to a reduction in legal fees now that the NOI process has been completed.

Office and general expenses are down in 2022 and this is due to the Company keeping its non-essential expenses under control.

Wage expense has increased in 2021 as the Company has returned salaries to the pre-COVID-19 levels and hired some new staff.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the three month periods ended March 31, 2022 and 2021 (Cont'd)

Marketing and Promotion

		March 31,	
	2022	**2021**	**Variance**
Total M&P expenses	**685,022**	**72,984**	**612,039**
Consultant costs	**178,500**	**37,703**	**140,798**
Investor relations	**89,898**	**-**	**89,898**
Advertising	**19,672**	**-**	**19,672**
Salaries and benefits	**238,885**	**34,956**	**203,929**
Travel costs	**158,067**	**325**	**157,742**

Marketing and promotion costs have increased by $612,039 over 2021 due to increases in all areas.

Consultant costs have increased due to the costs associated with the Swiss Aviation and the FlightPath International contracts. These contracts are adding monthly costs for the Company.

Advertising costs are up over 2021 as this is a continuing expense from the first quarter that the Company has now actively engaged in advertising in Aerospace magazines. This step is part of the Company's new Sales strategy and development that was undertaken at the beginning of 2021.

Travel costs have increased by almost $157,000 this quarter over 2021 as the Company pushes its' new sales strategy. The Company has now actively participated in three different airshows in Dubai, Singapore and India. It organized and held a conference in Kenya. This is another step to increase the Company's brand awareness.

Salaries and benefits increased in this quarter as the Company now has full time staff in this area whereas in 2020 there was only consulting costs being incurred.

Product Maintenance & Operating costs (formerly Research and Development):

		March 31,	
	2022	**2021**	**Variance**
Total Maintenance expenses	**307,943**	**156,815**	**151,128**
Amortization expense	**4,458**	**5,338**	**(880)**
Maintenance costs	**13,944**	**10,915**	**3,029**
Travel costs	**-**	**-**	**-**
Wages	**289,541**	**140,562**	**148,979**

RESULTS OF OPERATIONS (Cont'd)
Comparison of the three month periods ended March 31, 2022 and 2021 (Cont'd)

Management has decided to rename this category due to the fact the Company has been incurring maintenance and operating costs only for the STAR-A.D.S.® program throughout FY2021 and no Research and Development costs. Research and Development costs associated with other programs on hold at this time (See Overview of Products above) will be shown separately in future management discussions.

Amortization expense has remained the same as 2021.

Maintenance costs have increased slightly over FY2021. The Company is still conserving cash as best it can until recurring revenues are generated. For FY2022 total Maintenance costs related only to the STAR-A.D.S.®. This is the only product that the Company is working on this period. For FY2021 the STAR-A.D.S.® program accounted for all of the expenditures. The LSAMM & ISAMM programs incurred development costs totalling $12k of costs in Q1 of FY2021 and these were all labour costs. There were no LSAMM and ISAMM costs incurred in FY2022.

Wages have increased this period as the Company had three full months of salaries in Q2 of FY2022 and employees salaries were returned to pre Covid-19 levels. In Q2 of FY2021 employees had just been recalled in September of 2020 and were subject to wage reductions.

Comparison of the nine month periods ended March 31, 2022 and 2021

The Company had a net loss of $3,413,261 for the nine month period ended March 31, 2022 vs. net income of $1,559,492 for the same period ended March 31, 2021. The major contributing factors in the posting of income in 2021 was the gain of $2,703,941 as a result of emerging from the Notice of Intent to File a Proposal which allowed the Company to reduce its overall debt.

Revenues:

		March 31,	
	2022	**2021**	**Variance**
Total Revenues	**18,064**	103,055	**(84,991)**
Star-A.D.S.®	**18,064**	11,225	**6,839**
Star-MMI	**-**	91,829	**(91,829)**

Revenues for the period ended March 31, 2022 have decreased over March 31, 2021.

STAR-A.D.S.® revenues in Q3 2022 were only airtime revenues and have increased slightly over 2021. STAR-A.D.S.® revenues are dependent on an airlines' flying hours and these are not consistent. No sales of the STAR-A.D.S.® box were completed in Q3 2022 nor 2021.

There have been no STAR-M.M.I.™ revenues in this FY2022 compared to $91,829 in the F2021. However, these MMI sales were received in November 2020 and no further sales have been received since.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the nine month periods ended March 31, 2022 and 2021 (Cont'd)

Revenues (Cont'd)

Although the program has been generating revenues since September of 2014 it has not yielded the results the Company had hoped for and has struggled to deliver consistent results in recent periods due to stoppages in the program that are beyond the control of the Company.

The Data Entry Panels ("DEP") that are repaired are not received on a regular basis. They come to the Company as its customer gets them for repair from the end-user. The Company has no indication from its customer as to when these may occur. There has been very little to no consistency for these repairs.

The Company is trying to get its STAR-A.D.S.® System recognized globally by the Airline industry. (See Sales Strategy and Accomplishments above). This has not happened at this point in time and inhibits the Company from increasing its sales revenues. Until the Company can get several more customers on board and use them as leverage to gain access to other airlines then sales will remain flat. Further hampering the Company's ability to increase sales is that the COVID-19 pandemic hit the Airline industry harder then some other industries and caused Airlines to ground whole fleets of planes for long periods of time.

The Company recognizes that Airlines are not spending as much money as pre-pandemic days but the industry is recovering faster than what was anticipated by many. To that end, Management has brought in new sales partners with extensive aviation experience and also signed additional sales agency agreements.

Cost of Inventory Consumed:

		March 31,	
	2022	**2022**	**Variance**
Cost of Inventory Consumed	**2,563**	44,407	**(41,845)**
Star ISMS	**2,563**	35,556	**(32,994)**
Star MMI	**-**	8,851	**(8,851)**

Cost of inventory consumed for the period ended March 31, 2022 is down significantly over 2020 as the 2020 period contained higher transmission costs for airtime along with the fact that 2021 saw the Company recover some of those transmission costs due to a billing error by its supplier.

Airtime costs which the Company incurs each month increase/(decrease) depending on how much flight time the customer consumes. These costs were relatively the same from period to period.

STAR-M.M.I.™ costs are down in 2022 over 2021 as the Company has had no MMI sales since November 2020.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the nine month periods ended March 31, 2022 and 2021 (Cont'd)

General and Administrative:

	March 31,		
	2022	**2021**	**Variance**
Total G&A expenses	**1,200,418**	701,416	**499,002**
Accounting fees	**92,500**	67,500	**25,000**
Amortization-Right of use assets	**76,977**	76,977	**-**
Bank charges & interest	**(1,579)**	5,096	**(6,675)**
Board and Committee fees	**367,000**	85,000	**282,000**
Filing fees	**40,311**	22,028	**18,283**
Insurance	**26,545**	48,811	**(22,266)**
Office and general	**89,549**	88,564	**985**
Professional fees	**69,312**	60,475	**8,836**
Rent	**-**	5,000	**(5,000)**
Wages	**439,805**	241,965	**197,840**

Board and Committee fees are up this period as the Board was expanded at the Annual General Meeting the Company held in July 2021. The Company now has 6 Directors on its Board compared to 4 in the prior year. Board members were also awarded one-time non-cash bonuses for their commitment to the Company which were paid out as part of the Shares for Debt transaction that the Company completed on January 4, 2022.

Filing fees are up this period due to the costs associated with holding its Annual Shareholders meeting on July 7, 2021 and press release costs have gone up as the Company announces more information. Its monthly regulatory fees have remained the same.

Insurance costs have remained relatively the same as the prior period. The Company has been able to keeps its rates for its commercial and liability insurance the same as the prior period.

Rent expense has remained neutral as it is offset by the change that resulted from the implementation of IFRS 16. The offset to this is an increase in the amortization on the right of use asset that was setup and is amortized over the life of the lease which is 10 periods and a reduction in rent expense.

Professional fees are up in 2022 slightly due to litigation commenced against the Company by 3 former employees.

Office and general expenses are the same in 2022 as in 2021 as the Company continues to watch its cash flow until regular revenues occur.

Wage expense has increased in 2021 as the Company has returned salaries to the pre-COVID-19 levels and hired some new staff.

RESULTS OF OPERATIONS (Cont'd)
Comparison of the nine month periods ended March 31, 2022 and 2021 (Cont'd)

Marketing and Promotion

	March 31, 2022	2021	Variance
Total M&P expenses	**964,431**	211,057	**753,374**
Consultant costs	**294,285**	48,027	**246,258**
Investor relations	**91,898**	54,185	**37,713**
Advertising	**54,528**	-	**54,528**
Salaries and benefits	**313,674**	64,122	**249,553**
Travel costs	**210,046**	44,723	**165,323**

Marketing and promotion costs have increased by $753,374 over 2021 due to increases in all areas.

Consultant costs are up due to the costs associated with the Swiss Aviation Group and now FlightPath International.

Investor relations fees in 2022 have increased over 2021. The Company now has a one year contract with Stockhouse which starts in January 2022 at a cost of $120,000 per year.

Advertising costs are up over 2020 as this is a continuing expense from the first quarter that the Company has now actively engaged in advertising in an Aerospace magazines. This step is part of the Company's new Sales strategy and development that was undertaken at the beginning of 2021.

Travel costs have increased by $165,000 as the Company has now actively participated in three different airshows in Dubai, Singapore, India and held a conference in Kenya. This is another step in its new sales strategy to increase the Company's brand awareness.

Salaries and benefits increased in this period as the Company now has full time staff in this area whereas in 2021 there were mainly only consulting costs being incurred.

Product Maintenance & Operating costs (formerly Research and Development):

	March 31, 2022	2021	Variance
Total Maintenance expenses	**716,780**	368,221	**348,559**
Amortization expense	**13,375**	14,064	**(689)**
Maintenance costs	**46,059**	5,006	**41,053**
Travel costs	**928**	3,651	**(2,723)**
Wages	**656,417**	345,500	**310,918**

RESULTS OF OPERATIONS (Cont'd)
Comparison of the nine month periods ended March 31, 2022 and 2021 (Cont'd)

Product Maintenance & Operating Costs (formerly Research and Development) (Cont'd)

Management has decided to rename this category due to the fact the Company has been incurring maintenance and operating costs only for the STAR-A.D.S.® program throughout FY2022 and FY2021 and no Research and Development costs. Research and Development costs associated with other programs on hold at this time (See Overview of Products above) will be shown separately in future management discussions.

Amortization expense has remained the same as 2021.

Maintenance costs have increased slightly over FY2021. The Company is still conserving cash as best it can until recurring revenues are generated. For the FY2022 total Maintenance costs relate only to the STAR-A.D.S.®. This is the only product that the Company is working on at this time. For FY2021 the STAR-A.D.S.® program accounted for all of the expenditures. The LSAMM & ISAMM programs incurred development costs totalling $12k of costs in Q1 of FY2021 and these were all labour costs. There were no LSAMM and ISAMM costs in the first three quarters of FY2022.

Wages have increased this period as the Company as employee salaries have been returned to pre Covid-19 levels. Wage costs in FY2021 are for seven months as opposed to nine months in FY2022. Employees who were laid off due to Covid in April 2020 were not recalled until September 2020.

FOREIGN EXCHANGE GAIN/LOSS:

Monetary assets and liabilities denominated in foreign currencies are translated at the period-end exchange rate. Non-monetary assets and liabilities as well as revenue and expense transactions denominated in foreign currencies are translated at the rate prevailing at the time of the transaction. Translation gain or loss adjustments are recognized in the period in which they occur.

The Company is exposed to fluctuations in the value of the following financial instruments which are denominated in US dollars:

	March 31, 2022 (Unaudited)	June 30, 2021 (Audited)
Cash	**$ 30,804**	$ (20)
Accounts receivable	**11,174**	24,020
Accounts payable	**(649)**	(7,493)
	$ 41,329	$ 16,507

Based on the Company's net exposure to US dollar denominated instruments at March 31, 2022 and June 30, 2021, a sensitivity analysis has not been presented as it would be immaterial.

LIQUIDITY AND CAPITAL RESOURCES

The Company had cash of $246,943 at March 31, 2022 compared to a cash balance of $276,921 at June 30, 2021 resulting in an decrease of $30,000. The Company has a working capital deficiency of $1,358,879 at March 31, 2022 compared to a working capital deficiency of $3,199,814 at June 30, 2021. The decrease in working capital deficiency is a result of the completion of a shares for debt transaction on January 4, 2022.

The Company converted $2,803,470 of outstanding debt into 112,138,800 units (the "Debt Conversion Units"). Each Debt Conversion Unit was issued at two and a half ($0.025) per Debt Conversion Unit and consists of one (1) common share of the Company and one (1) warrant. Each of the warrants acquired entitles the holder to purchase one (1) additional common share of the Company at five ($0.05) cents per warrant exercised. The warrants are exercisable during the five (5) year period from the date of issue.

Also on January 4, 2022, the Company closed a previously announced non-brokered private placement of 68,166,667 units in the capital of the Company ("Units") at a purchase price of $0.003 per Unit for gross proceeds of $2,045,000. Each Unit consists of one common share in the capital of the Company and one warrant. Each of the warrants acquired entitles the holder to purchase one (1) additional common share of the Company at five ($0.05) cents per warrant exercised. The warrants are exercisable during the five (5) year period from the date of issue. The Company has agreed to pay finder's fees in the amount of Twelve (12%) percent of the gross proceeds in Units.

For the period ending March 31, 2022, cash flow provided by/(used by) operating activities was ($888,341) as compared to ($1,008,993) at March 31, 2021. The decrease is due to changes in non-cash working capital accounts, particularly accounts payables and accrued liabilities and accounts receivables.

The Company's inability to generate consistent sales means it has to continuously look for other options to sustain operations. The Company has always depended in the past on the support of its shareholders for financing. Revenues from STAR-M.M.I.™ and STAR-A.D.S.® are sporadic throughout the period and not enough to cover monthly expenses which leads to constant working capital deficiencies. This does not allow the Company to plan any long-range projects such as inventory fulfillment which would alleviate last minute rush purchases which generally cost the Company more money.

The Company will continue to need more funding at later dates either through private placements, exercise of warrants and options or other financing options to sustain operations until revenues from the STAR-M.M.I.™, STAR-A.D.S.®, programs generate adequate cash flows. There is no assurance that future funding will be available on favorable terms to the Company, or at all.

Management is currently evaluating various financing options for the purchase of these units. The financing alternatives could include debt and/or equity financings, bank loans and rights offerings to existing shareholders. There is no assurance that the funding will be available on favorable terms to the Company, or at all so the orders have not been placed as of the writing of this MD&A.

The Company is subject to the risks generally associated with high-technology companies, which include fluctuations in operating expenses and revenues.

OFF BALANCE SHEET ARRANGEMENTS

As at March 31, 2022 the Company had no off balance sheet arrangements such as guaranteed contracts, contingent interests in assets transferred to an entity, derivative instrument obligations or any instruments that could trigger financing, market or credit risk to the Company.

OUTSTANDING SHARE DATA

Series I First Preferred Shares	615,000
Common Shares	811,461,299
Share Purchase Warrants	345,899,534 (exercise price of $0.05)
Stock Options	14,900,000 (exercise prices ranging from $0.05 to $0.10 with expiry dates up to December 2, 2026 and various graded vesting provisions).

ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of the consolidated financial statements requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Actual outcomes may differ from these estimates under different assumptions and conditions.

The most significant estimates relate to the determination of the Useful lives and impairment of property and equipment and right-of-use assets and the valuation warrants granted.

The most significant area of judgments are going concern and deferred tax assets.

RELATED PARTY TRANSACTIONS

The Company has accrued and carries a significant balance on its consolidated financial statements of amounts due to related parties. The amounts represent compensation accrued with respect to salary compensation for its directors and officers, and monthly compensation accrued for its directors and committee chairpersons that has accumulated over the past several years.

The Company's Board of Directors are compensated at the rate of $2,000 per month for performing duties such as providing guidance to management in areas such as corporate governance, reviewing strategic plans, budgeting, material contracts or joint ventures and any other material information deemed necessary.

Committee Chairpersons are selected from amongst the Directors of the Company to lead the Audit, Compensation/Corporate Governance and Strategic Planning/Human Resources committees. Chairpersons are remunerated at the rates of $1,000 per month.

RELATED PARTY TRANSACTIONS (Cont'd)

All of the above amounts are recognized in the interim unaudited consolidated financial statements of the Company as accruals.

(a) The Company had an exclusive license agreement in place with a company owned and controlled by its former CEO and former Chairman of the Board regarding the use of patents related to the STAR-ISMS® technology. This license agreement expired in July 2021 upon expiration of the life of the patents. The Company is continuing use of the technology and know-how associated with its products, which are not dependent on the patents.

(b) The amount due to related parties at March 31, 2022 is $289,819 (June 30, 2021 - $1,881,319) and is comprised of the following:

	March 31, 2022 (Unaudited)	June 30, 2021 (Audited)
Due to Directors	**$ 42,000**	$ 192,000
Due to Committee Chairpersons	**9,000**	23,000
Due to Former Chief Executive Officer – Viraf Kapadia(i)	**65,224**	65,224
Due to Former Chief Operating Officer – J. Larmor	**173,595**	173,594
Due to Shareholders (ii)	**-**	1,427,500
	$ 289,819	$ 1,881,319

(i) An amount of $Nil (June 30, 2021 - $Nil) of the balance bears interest at 5% per annum; There is a deposit of $50,000 against the secured creditor claim. All unsecured amounts were written down as per the acceptance of the Notice of Intention to Make a Proposal Event on February 24, 2021.

(ii) During the period ended March 31, 2022, various shareholders of the Company advanced funds to the Company for working capital purposes. The amounts due to shareholders are unsecured, bear interest at a rate of 18% per annum and are without any specified terms of repayment. These loans were converted to share capital in the Company on January 4, 2022.

RELATED PARTY TRANSACTIONS (Cont'd)

(c) Key management personnel cost included in the consolidated statement of comprehensive loss as of March 31, 2022 is $628,250 (March 31, 2021 - $166,738). These amounts which are included in general and administrative expense represent fees paid and accrued to directors and officers of the Company:

	March 31, 2022 (Unaudited)	March 31, 2021 (Unaudited)
Chief Executive Officer	**$ 168,750**	$ 44,850
Chief Operating Officer	**-**	18,488
Chief Financial Officer	**92,500**	45,000
Board of Director fees, credited to Due to related parties	**340,000**	50,000
Committee Chairperson fees, credited to Due to related parties	**27,000**	8,400
	$ 628,250	$ 166,738

CONTINGENCY

In the ordinary course of business activities, the Company may be contingently liable for litigation and claims with customers, vendors and former employees. Management believes that adequate provisions have been recorded in the accounts where required.

REORGANIZATION AND NOTICE OF INTENTION TO MAKE A PROPOSAL EVENT

(a) Bankruptcy

On December 11, 2019, immediately prior to a Special Shareholders Meeting called to remove existing management, the former CEO filed a Notice of Intention to Make Proposal ("NOI") under Section 50.4 of the Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3, as amended (the "BIA"), with respect to the Company. A. Farber & Partners Inc. ("Farber") was appointed as Proposal Trustee (the "Proposal Trustee").

On February 14, 2020, at a meeting of creditors, the creditors accepted the Company's formal Proposal to settle outstanding debts.

On February 24, 2021, The Honourable Mr. Justice Cavanagh of The Ontario Superior Court of Justice (Commercial Court) granted an order approving the proposal put forward by the Company on January 24, 2021 and as approved by the creditors on February 14, 2021.

The Proposal Trustee has not at this time paid out any claims but the Company has been informed that that process will begin shortly as per discussion with the Trustee as he has now settled the last outstanding Proof of Claim.

REORGANIZATION AND NOTICE OF INTENTION TO MAKE A PROPOSAL EVENT (Cont'd)

(b) Cease Trade Order

On November 1, 2019, the Ontario Securities Commission ("OSC") issued a cease trade order (the "CTO" or "FFCTO") against the Company for failing to file certain outstanding continuous disclosure documents in a timely manner. (After all necessary filings were made by the Company, the FFCTO was revoked by the OSC on November 24, 2021.)

(c) Gain on Notice of Intention to Make a Proposal Event

The Company estimated early on in this process that they would reduce their total liabilities by $3.3 million as a result of the NOI. The Statement of Loss and Comprehensive Loss shows a gain of $1.939 million. The reasons for the difference are that the Company booked a $900,000 charge against the NOI as a result of an amount due to unsecured creditors. Amounts originally on the creditor listing due to the Canada Revenue Agency remain as liabilities and lastly the amounts on the creditor listing filed with the Trustee were estimates only.

LITIGATION

(a) Lawsuits

On or about October 16, 2020, the CNESST (commission on workplace standards, fairness, health and safety) in Quebec, Canada, on behalf of certain employees, instituted a civil action against the Company and one of its subsidiaries, Star-Isoneo Inc. before the Superior Court in Montreal, Quebec. The CNESST is claiming a total amount of $390,961 against both the Company and Star-Isoneo Inc. The amount consists of unpaid fees of $3,983, unpaid salary of $306,480 and unpaid vacation pay of $15,427.20. In addition to the above amounts and under Article 114 of the *Act Respecting Labour Standards,* the CNESST is also claiming 20% of the total amount of the claim representing the amount of $65,160 as fees. This is an amount owed directly to the CNESST. The majority of the amounts under the claim above are for periods in 2021, a portion of which are covered by the bankruptcy procedures as outlined above.

Mr. Jean-Louis Larmor, the Company's former interim Chief Executive Officer, and Vice-President, Corporate Development filed various complaints against the Company and its subsidiary, Star-Isoneo Inc., including a monetary complaint for amounts owed to Mr. Larmor, a prohibited practice (in accordance with Article 122 of the *Act Respecting Labour Standards*), and a dismissal without just and sufficient cause (in accordance with Article 124 of the *Act Respecting Labour Standards*). The Company has accrued $173K towards Mr. Larmor's claim.

With respect to the complaints for prohibited practice and of dismissal, if Mr. Larmor's complaint were to be accepted by the tribunal, he would be entitled to full retroactive salary between the date of his reinstatement and the date of his termination of employment, in addition to other potential damages.

LITIGATION (Cont'd)

The CNESST, on behalf of a former employee, instituted a civil action against the Company and its subsidiary, Star-Isoneo Inc. before the Court of Quebec in Montreal, Quebec. The sums claimed amount to $9,454 and represent unpaid wages for the period escalating from March 1, 2021 to April 3, 2021. In addition to the above amount, the CNESST is also claiming 20% of the total amount of the claim representing the amount of $1,890, as fees. This is an amount owed directly to the CNESST.

This claim represents the second monetary claim filed by the former employee. The former employee is also part of the first action mentioned above, but the amounts claimed in this action are different since they relate to a different period. The Company has accrued $5.5K for this action.

On or about October 19, 2020 and October 27, 2020, two complaints against the Company and its subsidiary, Star-Isoneo Inc. were brought by two former employees. The complaints are for an amount owed to each employee (monetary complaint); and a dismissal without just and sufficient cause (in accordance with Article 124 of the *Act Respecting Labour Standards*). The Company has accrued $36K (net of $31K owed to the Company by these employees). In May 2022 one of the complaints brought against the Company was settled for $25,000 (net of $19,135 owed to the Company by this former employee).

With respect to the complaints for dismissal, if the employee's complaint were to be accepted by the tribunal, the employee would be entitled to retroactive full salary between the date of reinstatement and the date of termination of employment, in addition to other potential damages.

WARRANT REPRICING AND EXTENSIONS

On March 30, 2021, the Company announced that, subject to Canadian Securities Exchange approval, it is extending the terms and reducing the exercise prices of the following share purchase warrants.

(i) 46,708,000 share purchase warrants issued pursuant to a private placement announced on September 5, 2018 exercisable at $0.065 per share purchase warrant and expiring on September 5, 2021 will now expire on September 5, 2023 and be exercisable at $0.05 per share purchase warrant.

(ii) 3,766,667 share purchase warrants issued pursuant to a private placement announced on April 26, 2018 exercisable at $0.07 per share purchase warrant and expiring April 2, 2021 will now be extended and expire on April 2, 2023 and be exercisable at $0.05 per share purchase warrant.

(iii) 3,147,667 share purchase warrants issued pursuant to a private placement announced on September 6, 2019 issued at $0.05 per share purchase warrant and expiring September 4, 2021 will now be extended and expire on September 4, 2024 and still be exercisable at $0.05 per share.

WARRANT REPRICING AND EXTENSIONS (Cont'd)

The warrant modification resulted in an amount of $446,319 being transferred from share capital to contributed surplus. The estimated fair value of the warrant modification was estimated using the Black-Scholes model calculated for the difference between the extended period and the remaining period when the decision was taken to extend the warrants, considering the modified strike price.

The assumptions used were as follows for the two periods respectively: no expected dividend yield, 153% and 96% to 126% expected volatility, 0.50% and 1.50% to 2.05% risk-free interest rate and 2 years warrant expected life.

RISK FACTORS AND RISK MANAGEMENT

Although management is working diligently towards generating revenue, improving cost containment and achieving profitable operations, the Company is subject to the risks generally associated with high-technology companies. These risks include fluctuations in operating expenses, lengthy sales cycles, the pace of technological change, human resource costs of necessary additional research and development, competition, regulatory approvals and permitting, and the need to secure further equity or debt financing and/or funding.

The Company is also subject to the risk of competition in a fast-moving high technology industry. Protection of the Company's intellectual property carries the risk of expensive litigation. Retention of highly skilled key personnel, fluctuation of input costs, travel costs and general economic conditions may impact the Company's performance.

COVID-19

The Company operates in the Aerospace Industry and has watched how COVID-19 has forced airlines to ground a large part of their fleets. The Company anticipates that this will make it harder to sell its STAR-A.D.S.® System product to them until operations return to a more normal level. There is no set timeline as to when the pandemic will be contained if at all, although there are signs of improvement and a measured resumption of operations. The Company is reassessing its operational strategy in light of these developments.

Legal Proceedings

The status of the lawsuits has yet to be determined. Trial dates have not been set. The Company has been advised that due to the backlog in the court system, the dates for trial may not occur until 2022. The disputed amounts are accrued in accounts payable and accrued liabilities on the balance sheet.

RISK FACTORS AND RISK MANAGEMENT (Cont'd)

Economic Dependence

The Company essentially has two customer groups at the present time. One is the STAR-A.D.S.® In flight safety monitoring System. This is marketed to commercial airlines of which two airlines are currently customers and revenue generating. The second customer group relates to maintenance support of equipment installed on the P-3 Orion aircraft operated by various military organizations, with maintenance support sub-contracted to the Company by Lockheed Martin. Requests for service are on an "as required" basis and cannot be predicted with certainty.

While the loss of any business would cause difficulties for the Company, the loss of one customer such as Lockheed Martin would not materially alter the viability of the Company.

Operations in Foreign Jurisdictions:

The Company's operations offshore have historically been concentrated in India and the Middle East, primarily due to the local experience and contacts of various senior executives of the Company, and the number and rate of expansion of commercial airlines in that area.

While sales to a smaller and perhaps more innovative airlines can often be more easily accomplished, the Company is from time to time obliged to offer terms that potentially expose it to issues such as payment problems and the difficulty and expense inherent in enforcing contractual obligations in a foreign jurisdiction. In addition, the expense of servicing or repairing equipment, whether onsite or at the Company's premises in Ontario, can be troubling.

Overseas sales can also be made more difficult due to local culture and business practices. The Company has had a Bribery Policy in place for many periods and ensures, to the best of its ability, that all of its officers, employees, consultants and agents are fully aware of the policy and agree to abide by it. Having said that, the Company faces the same challenges in this regard as are faced by all North American companies operating in those jurisdictions."

The Company's revenues depend mainly upon three factors: hardware sales, ongoing monthly monitoring charges and airtime and STAR-M.M.I.™ repair activities. Revenues from hardware are normally a one-time event and are dependent upon sales. Therefore, these revenues will vary from period to period. Revenue from a customer from ongoing monthly monitoring is relatively stable, but can vary depending upon usage and, in rare cases, upon the financial health of the customer.

Revenue from the STAR-M.M.I.™ Division activities has been relatively stable on an annualized basis but can and does vary throughout the period, as has been noted earlier in this MD&A.

The Company is working diligently to increase the level of sales across its product suite, carefully monitors the payment records of its customers, and sets its pricing models to reflect risk and return realities.

RISK FACTORS AND RISK MANAGEMENT (Cont'd)

Operating expenses are generally stable but will vary depending on required staffing levels, equipment update and replacement, sales activity and required engineering activities. These expense items are pre-revenue in nature. The Company now offers a fully developed STAR-A.D.S.® System to the commercial aviation world.

The Company's target clients for the flagship STAR-A.D.S.® System, and its variant applications, are mainly commercial airlines. As is the case with high technology sales to any large commercial operation operating on slim margins in a competitive environment, the sales cycle is generally a lengthy one, involving multiple varied sales presentations to several different departments and stakeholders, including engineering, finance, operations and the executive. The target clients for STAR-M.M.I.™ represent a much larger group which should require a shorter sales and installation cycle.

A large percentage of the Company's sales initiatives prior to STAR-A.D.S.® involved non-North American customers, with the attendant travel and time requirements.

Amongst other initiatives, the Company is continuing to review and reorganize its sales process. Where possible, it makes greater use of video conferencing, although face to face meetings are required with respect to already well defined and prepared prospects and opportunities.

It is also refocusing its efforts to provide an enhanced emphasis on potential North American customers, while maintaining its existing initiatives overseas.

Regulatory matters can delay the sales process to varying degrees. The Company relies upon entities such as Transport Canada to issue approvals such as STC's, required whenever the Company is installing equipment aboard an aircraft.

Until revenues exceed expenses, the Company raises the necessary capital through private placements and other financing tools. There can be no assurance that management will be successful in raising the necessary capital required to fund ongoing activities.

As noted herein, there are a number of risks inherent in the business of the Company. As a result of those risks, and its present stage of development, an investment in the Company should be considered highly speculative.

INTERNAL CONTROLS OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS AND PROCEDURES

In accordance with National Instrument 52-109, Certification of Disclosure in Company's Annual and Interim Filings ("NI 52-109"), the CEO and CFO file a Venture Company Basic Certificate with respect to the financial information contained in the financial statements and accompanying Management's Discussion and Analysis. The Venture Company Basic Certification includes a "Note to Reader" stating that the CEO and CFO do not make any representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICFR"), as defined in NI 52-109.

INTERNAL CONTROLS OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS AND PROCEDURES (Cont'd)

As part of our corporate governance practices, ICFR and DC&P have been designed. There has been no formal evaluation of the operation of these controls. The Company has designed its ICFR to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance IFRS.

Management works to mitigate the risk of a material misstatement in financial reporting; however, a control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

The Company's DC&P have been designed to ensure that information required to be disclosed by Star is accumulated and communicated to the Company's management as appropriate to allow timely decisions regarding required disclosure.

It should be noted that while the Company's CEO and CFO believe that the Company's DC&P provide a reasonable level of assurance that they are effective, they do not expect that the DC&P or ICFR will prevent all errors or fraud. There have been no material changes to the internal controls of the Company for the period ended March 31, 2022.