

Other Advisor

None.

10. Issuer Certification

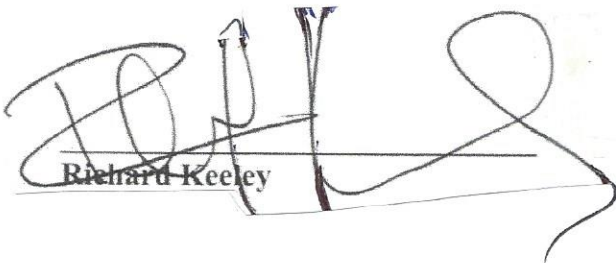
I, Richard Keeley, certify that:

1. I have reviewed this Annual Information and Disclosure Statement of HeadsUp Entertainment International, Inc.
2. Based on my knowledge, this Annual Information and Disclosure Statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this Annual Information and Disclosure Statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Annual Information and Disclosure Statement.

Date: September 20, 2016

/s/ Richard Keeley

Richard Keeley, President



Richard Keeley