

*The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulation (EU) No. 596/2014 ("MAR"). Upon publication of this announcement via a regulatory information service ("RIS"), the inside information contained in this document is now considered to be in the public domain.*

August 6, 2019

**ZENITH ENERGY LTD.**

("Zenith" or the "Company")

**Director/PDMR Shareholding**

Zenith Energy Ltd. ("Zenith" or the "Company") (LSE: ZEN; TSX.V: ZEE; OSE: ZENA-ME) the listed international oil & gas production company operating the largest onshore oilfield in Azerbaijan, is pleased to announce that its Chief Executive Officer & President, Mr. Andrea Cattaneo, has advised the Company that

1. He purchased 700,000 common shares of no par value ("Common Shares") in the capital of the Company at an average price of GBP 0.02471 (approximately CAD\$0.04) per Common Share on the London Stock Exchange, and 7,187,632 common shares of no par value ("Common Shares") in the capital of the Company at an average price of CAD\$0.04 (approximately GBP 0.025) per Common Share on the TSX, on August 5, 2019;
2. He subscribed 7,500,000 new common shares in the capital of Zenith at a price of CAD 0.04 (approximately equivalent to GBP 0.025) per common share during the Company's last Canadian Placing, announced on August 1, 2019;
3. He transferred 1,000,000 Common Shares on August 02, 2019 to a family member (who is not a PCA); and
4. He sold a total of 7,187,632 common shares of no par value ("Common Shares") in the capital of the Company at a price of £0.025 per Common Share (approximately CAD\$0.04) on August 5, 2019.

Following the aforementioned dealings, Mr. Cattaneo is directly beneficially interested in a total of 26,359,115 Common Shares in the capital of the Company, representing 3.88% of the total issued and outstanding common share capital of the Company admitted to trading on the Main Market for listed securities of the London Stock Exchange, and representing 7.29% of the total issued and outstanding common share capital of the Company admitted to trading on the TSX Venture Exchange and Merkur Market of the Oslo Børs.

As announced on December 15, 2017, Mr. Cattaneo is indirectly interested in a total of 1,250,000 Common Shares, today representing 0.48% of the Company's issued and outstanding common share capital admitted to trading on the Main Market of the London Stock Exchange, and representing 0.35% of the total issued and outstanding common share capital of the Company admitted to trading on the TSX Venture Exchange and Merkur Market of the Oslo Børs.

**Further information:**

|   |  |
|---|--|
| <b>Zenith Energy Ltd</b>                            |  |
| Andrea Cattaneo, Chief Executive Officer            | Tel: +1 (587) 315 9031   |
|   | E-mail: <a href="mailto:info@zenithenergy.ca">info@zenithenergy.ca</a> |
| <b>Peterhouse Capital - Joint Broker</b>            | Tel: + 44 (0) 207 469 0930   |
| Lucy Williams                                       |  |
| Charles Goodfellow                                  |  |
| <b>Novum Securities Limited - Joint Broker</b>      | Tel: + 44 (0) 207 399 9400   |
| Charlie Brook-Partridge                             |  |
| Hugh McAlister                                      |  |
| <b>IFC Advisory Limited - Financial PR &amp; IR</b> | Tel: + 44 (0) 203 934 6630   |
| Graham Herring                                      |  |
| Miles Nolan   |  |
| Zach Cohen  |  |

**Notes to Editors:**

Zenith Energy Ltd. is an international oil and gas production company, listed on the TSX Venture Exchange (TSX.V:ZEE) and London Stock Exchange (LSE:ZEN). In addition, the Company's common share capital was admitted to trading on the Merkur Market of the Oslo Børs (ZENA:ME) on November 8, 2018. The Merkur Market is a multilateral trading facility owned and operated by the Oslo Børs.

The Company was assigned a medium to long-term issuer credit rating of "B+ with Positive Outlook" on October 8, 2018 by Arc Ratings, S.A.

The Company operates the largest onshore oilfield in Azerbaijan following the signing of a 25-year REDPSA, (Rehabilitation, Exploration, Development and Production Sharing Agreement), with SOCAR, State Oil Company of the Republic of Azerbaijan, in 2016.

The Company's primary focus is the development of its Azerbaijan operations by leveraging its technical expertise and financial resources to maximise low-cost oil production via a systematic field rehabilitation programme intended to achieve significantly increased revenue. Zenith also operates, or has working interests in, a number of natural gas production concessions in Italy. The Company's Italian operations produce natural gas, condensate and electricity.

Zenith's development strategy is to identify and rapidly seize value-accretive hydrocarbon production opportunities in the onshore oil & gas sector. The Company's Board of Directors and senior management team have the experience and technical expertise to develop the Company successfully.

NOTIFICATION AND PUBLIC DISCLOSURE OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM

|          |  |                                     |           |
|----------|--|-------------------------------------|-----------|
| <b>1</b> | <b>Details of the person discharging managerial responsibilities / person closely associated</b>   |                                     |           |
| a)       | Name   | Andrea Cattaneo                     |           |
| <b>2</b> | <b>Reason for the notification</b>   |                                     |           |
| a)       | Position/status  | Chief Executive Officer & President |           |
| b)       | Initial notification/Amendment   | Initial Notification                |           |
| <b>3</b> | <b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>   |                                     |           |
| a)       | Name   | Zenith Energy Ltd.                  |           |
| b)       | LEI  | 213800AYTYOYD61S4569                |           |
| <b>4</b> | <b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b> |                                     |           |
| a)       | Description of the financial instrument, type of instrument  | Common Shares                       |           |
|          | Identification code  | CA98936C1068                        |           |
| b)       | Nature of the transaction  | Purchase of Common Shares           |           |
| c)       | Price(s) and volumes(s)  | Price(s)                            | Volume(s) |
|          |  | £0.0248                             | 100,000   |
|          |  | £0.0245                             | 100,000   |
|          |  | £0.0239                             | 250,000   |
|          |  | £0.02475                            | 250,000   |
| d)       | Date of the transaction(s)   | August 5, 2019                      |           |

|    |                          |                       |
|----|--------------------------|-----------------------|
| e) | Place of the transaction | London Stock Exchange |
|----|--------------------------|-----------------------|

|    |  |                                     |
|----|--|-------------------------------------|
| 1  | <b>Details of the person discharging managerial responsibilities / person closely associated</b>   |                                     |
| a) | Name   | Andrea Cattaneo                     |
| 2  | <b>Reason for the notification</b>   |                                     |
| a) | Position/status  | Chief Executive Officer & President |
| b) | Initial notification/Amendment   | Initial Notification                |
| 3  | <b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>   |                                     |
| a) | Name   | Zenith Energy Ltd.                  |
| b) | LEI  | 213800AYTYOYD61S4569                |
| 4  | <b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b> |                                     |
| a) | Description of the financial instrument, type of instrument  | Common Shares                       |
|    | Identification code  | CA98936C1068                        |
| b) | Nature of the transaction  | Purchase of Common Shares           |
| c) | Price(s) and volumes(s)  | Price(s) Volume(s)                  |
|    |  | CAD\$ 0.04 7,187,632                |
| d) | Date of the transaction(s)   | August 5, 2019                      |
| e) | Place of the transaction   | TSX Venture Exchange                |

|          |  |                                     |           |
|----------|--|-------------------------------------|-----------|
| <b>1</b> | <b>Details of the person discharging managerial responsibilities / person closely associated</b>   |                                     |           |
| a)       | Name   | Andrea Cattaneo                     |           |
| <b>2</b> | <b>Reason for the notification</b>   |                                     |           |
| a)       | Position/status  | Chief Executive Officer & President |           |
| b)       | Initial notification/Amendment   | Initial Notification                |           |
| <b>3</b> | <b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>   |                                     |           |
| a)       | Name   | Zenith Energy Ltd.                  |           |
| b)       | LEI  | 213800AYTYOYD61S4569                |           |
| <b>4</b> | <b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b> |                                     |           |
| a)       | Description of the financial instrument, type of instrument  | New Common Shares                   |           |
|          | Identification code  | CA98936C1068                        |           |
| b)       | Nature of the transaction  | Subscription of New Common Shares   |           |
| c)       | Price(s) and volumes(s)  | Price(s)                            | Volume(s) |
|          |  | CAD\$ 0.04                          | 7,500,000 |
| d)       | Date of the transaction(s)   | August 1, 2019                      |           |
| e)       | Place of the transaction   | TSX Venture Exchange                |           |

|          |  |  |           |
|----------|--|--|-----------|
| <b>1</b> | <b>Details of the person discharging managerial responsibilities / person closely associated</b>   |  |           |
| a)       | Name   | Andrea Cattaneo                              |           |
| <b>2</b> | <b>Reason for the notification</b>   |  |           |
| a)       | Position/status  | Chief Executive Officer & President          |           |
| b)       | Initial notification/Amendment   | Initial Notification                         |           |
| <b>3</b> | <b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>   |  |           |
| a)       | Name   | Zenith Energy Ltd.                           |           |
| b)       | LEI  | 213800AYTYOYD61S4569                         |           |
| <b>4</b> | <b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b> |  |           |
| a)       | Description of the financial instrument, type of instrument  | Common Shares                                |           |
|          | Identification code  | CA98936C1068                                 |           |
| b)       | Nature of the transaction  | Transfer of Common Shares to a family member |           |
| c)       | Price(s) and volumes(s)  | Price(s)                                     | Volume(s) |
|          |  | n.a.   | 1,000,000 |
| d)       | Date of the transaction(s)   | August 2, 2019                               |           |
| e)       | Place of the transaction   | London Stock Exchange                        |           |

|          |  |                                     |           |
|----------|--|-------------------------------------|-----------|
| <b>1</b> | <b>Details of the person discharging managerial responsibilities / person closely associated</b>   |                                     |           |
| a)       | Name   | Andrea Cattaneo                     |           |
| <b>2</b> | <b>Reason for the notification</b>   |                                     |           |
| a)       | Position/status  | Chief Executive Officer & President |           |
| b)       | Initial notification/Amendment   | Initial Notification                |           |
| <b>3</b> | <b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>   |                                     |           |
| a)       | Name   | Zenith Energy Ltd.                  |           |
| b)       | LEI  | 213800AYTYOYD61S4569                |           |
| <b>4</b> | <b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b> |                                     |           |
| a)       | Description of the financial instrument, type of instrument  | Common Shares                       |           |
|          | Identification code  | CA98936C1068                        |           |
| b)       | Nature of the transaction  | Sale of Common Shares               |           |
| c)       | Price(s) and volumes(s)  | Price(s)                            | Volume(s) |
|          |  | £ 0.025                             | 7,187,632 |
| d)       | Date of the transaction(s)   | August 5, 2019                      |           |
| e)       | Place of the transaction   | London Stock Exchange               |           |