



NEWS RELEASE

For Immediate Release December 21, 2018

**Marksmen Energy Inc.
TSX Venture Exchange – MAH
OTCB Venture Marketplace – MKSEF**

**MARKSMEN ANNOUNCES PROPOSED PRIVATE PLACEMENT OF
DEBENTURE AND GRANTING OF STOCK OPTION**

CALGARY, ALBERTA, December 21, 2018 – Marksmen Energy Inc. (“Marksmen” or the “Company”) announces that it has reached an agreement in principal to complete a non-brokered private placement of a non-convertible secured debenture ("Debenture") for gross proceeds of \$1,250,000 (the "Offering") and issue 1,800,000 share purchase warrants of the Company (the "Warrants"). Each whole Warrant entitles the holder thereof to purchase one common share of the Company for \$0.24 per share if the Debenture is paid in full by April 30, 2019 and at \$0.22 thereafter per share expiring on December 31, 2019. The Debenture is being issued to replace the outstanding \$1,250,000 debenture which expires December 31, 2018 and shall bear interest at 12% per annum and shall mature on December 31, 2019. The terms of the Debenture, other than the maturity date, are the same as the debenture that is being replaced.

The subscriber to the Offering is expected to be a company controlled by Mr. Glenn Walsh, an insider of Marksmen and the Offering is expected to close in early January 2019. Completion of the Offering is subject to regulatory approval, including the approval of the TSX Venture Exchange Inc. The securities issued will be subject to a four months hold period from the date of the closing of the Private Placement.

Marksmen also announces the granting of a stock option to purchase 100,000 common shares of the Company to a director subject to regulatory approval. The option was issued with an exercise price of \$0.185 per share, vests as to one third (1/3) immediately and one-third (1/3) on each of the first and second anniversaries of the grant date and has a five year term from the date of issuance.

For additional information regarding this news release please contact Archie Nesbitt, Director and CEO of the Company at (403) 265-7270 or e-mail ajnesbitt@marksmenenergy.com.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

This news release may contain certain forward-looking information and statements, including without limitation closing the Offering and obtaining regulatory approval for the Debenture. All statements included herein, other than statements of historical fact, are forward-looking information and such information involves various risks and uncertainties. There can be no assurance that such information will prove to be accurate, and actual results and future events could differ materially from those anticipated in such information. A description of assumptions used to develop such forward-looking information and a description of risk factors that may cause actual results to differ materially from forward-looking information can be found in Marksmen's disclosure documents on the SEDAR website at www.sedar.com. Marksmen does not undertake to update any forward-looking information except in accordance with applicable securities laws.