

FORM 51-102F3  
MATERIAL CHANGE REPORT

**Item 1. Name and Address of Company**

*State the full name of your company and the address of its principal office in Canada:*

Enertopia Corp. (the "Company")  
950 - 1130 West Pender Street  
Vancouver, BC V6E 4A4

**Item 2. Date of Material Change**

February 11, 2015

**Item 3. News Release**

The Company did disseminate a news release through Newswire.ca on February 11, 2015. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission on February 11, 2015.

**Item 4. Summary of Material Change**

On February 11, 2015, the Company announced it is showcasing V-LOVE™ For Women at Vancouver Wellness Show.

**Full Description of Material Change**

See attached Form 8-K.

**Item 5. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

*If this report is being filed on a confidential basis in reliance of subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.*

Not Applicable.

**Item 6. Omitted Information**

Not Applicable.

**Item 7. Executive Officer**

*Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.*

Please contact Robert McAllister, CEO and President of the Company, at 604.602.1675

**Item 8. Date of Report**

DATED February 11, 2015.

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 8-K**

Current Report  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): **February 11, 2015**

**ENERTOPIA CORP.**

(Exact name of registrant as specified in its charter)

<b>Nevada</b>	<b>000-51866</b>	<b>20-1970188</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**#950 – 1130 West Pender Street, Vancouver, British Columbia, Canada V6E 4A4**

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: **(604) 602-1675**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure.**

On February 11, 2015, the Company announced it is showcasing V-LOVE™ For Women at Vancouver Wellness Show.

A copy of the news release is filed as exhibit 99.1 to this current report and is hereby incorporated by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated February 11, 2015

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 11, 2015

Enertopia Corp.

By:           "Robert McAllister"          

Robert G. McAllister

President and Director



PRESS RELEASE #201505

FOR IMMEDIATE RELEASE

FEBRUARY 11, 2015

## **Enertopia to showcase V-LOVE™ For Women at Vancouver Wellness Show**

**VANCOUVER, BC – Enertopia Corporation** (ENRT-OTCBB) (TOP-CSE) (the "Company" or "Enertopia") is pleased to announce the launch of V-Love™ for Women will be showcased at the upcoming Vancouver Wellness Show that will be held from Feb 13-15 at the Vancouver Convention Centre. This annual show offers the estimated 30,000 attendees various opportunities to learn and improve their quality of lives in such areas as good health, nutrition, physical and emotional wellbeing, women and wellness presentations.

Enertopia will be showcasing V-Love™. by handing out samples of V-Love™. and we invite all show attendees to drop by our booth #909 for further information.

Leading Women's Health Expert Maureen McGrath will share the stage with media personality Fiona Forbes and author Lorna Vanderhaaghe to discuss Health and Personal Growth at 3:15 PM on Saturday Feb 14 and on Sunday Feb 15 at Noon, Maureen will be giving a presentation on "The Desire for Desire" in women sponsored by Enertopia.

Enertopia is also pleased to announce it has entered into an initial four month radio contract to create daily public awareness about Women's sexual health by sponsoring the popular Sunday Night Sex Show on CKNW radio, with Maureen McGrath to raise awareness and continue to educate the public with her knowledge base and expertise in Women's sexual health.

Maureen is a clinician in addition to being well known and sought after guest lecturer in the field of sexual health for men and women. She has a special interest in women's sexual desire. This aligns with our vision for natural based healing options. Maureen's passion over the past several years of learning and responding to her patient's needs has led to natural based healing as a clear option for better health in many instances. She is in private practice both in North Vancouver and at Cross Roads Clinic in Vancouver where she see patients with sexual health issues.

"I am excited at the prospect of raising awareness and providing options about such an important subject as female and male sexuality, particularly the important issue of low sexual desire. Providing evidence-based strategies to patients is the cornerstone to getting people to feel

comfortable discussing a subject that until now has been deemed taboo by many. Getting couples to live their life, their way is what this is all about,” said Maureen McGrath, RN and Sexpert.

For more information on the Vancouver Wellness Show please visit:  
[Thewellnessshow.com/index.php](http://Thewellnessshow.com/index.php) or [Enertopia.com](http://Enertopia.com)

### **About Enertopia**

Enertopia’s shares are quoted in Canada with symbol TOP and in the United States with symbol ENRT. For additional information, please visit [www.enertopia.com](http://www.enertopia.com) or call Robert McAllister, the President: (250) 765-6412

This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Statements which are not historical facts are forward-looking statements. The Company makes forward-looking public statements concerning its expected future financial position, results of operations, cash flows, financing plans, business strategy, products and services, potential and financing of its medical marihuana projects, evaluation and sale of sexual creams and other items, competitive positions, growth opportunities, plans and objectives of management for future operations, including statements that include words such as "anticipate," "if," "believe," "plan," "estimate," "expect," "intend," "may," "could," "should," "will," and other similar expressions that are forward-looking statements. Such forward-looking statements are estimates reflecting the Company's best judgment based upon current information and involve a number of risks and uncertainties, and there can be no assurance that other factors will not affect the accuracy of such forward-looking statements., foreign exchange and other financial markets; changes of the interest rates on borrowings; hedging activities; changes in commodity prices; changes in the investments and exploration expenditure levels; litigation; legislation; environmental, judicial, regulatory, political and competitive developments in areas in which Enertopia Corporation operates. The User should refer to the risk disclosures set out in the periodic reports and other disclosure documents filed by Enertopia Corporation from time to time with regulatory authorities. There is no assurance that Maureen McGrath’s outreach or the V-Love™ sexual gel will have any meaningful impact on the Company or the Company will be able to obtain future financings.

*The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release*