

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

April 29, 2015

Item 3. News Release

The Company did disseminate a news release through Newswire.ca on May 1, 2015. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission on May 1, 2015.

Item 4. Summary of Material Change

On April 29, 2015, the Company signed an Agreement of extension to June 30, 2015, for the February 28, 2014, Joint Venture Agreement ("JV") with Green Canvas Ltd. ("GCL") (collectively, the "Parties") with regard to the acquisition (the "Acquisition") by Enertopia of up a 75% interest in the business of GCL (the "Business"), being the business of legally producing, manufacturing, propagating, importing/exporting, testing, researching and developing, and selling marihuana for medical purposes.

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 May 1, 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): April 29, 2015

ENERTOPIA CORP.

(Exact name of registrant as specified in its charter)

Nevada	000-51866	20-1970188
(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 1.01 Entry into a Material Letter of Extension Agreement

On April 29, 2015, the Company signed an Agreement of extension to June 30, 2015, for the February 28, 2014, Joint Venture Agreement ("JV") with Green Canvas Ltd. ("GCL") (collectively, the "Parties") with regard to the acquisition (the "Acquisition") by Enertopia of up a 75% interest in the business of GCL (the "Business"), being the business of legally producing, manufacturing, propagating, importing/exporting, testing, researching and developing, and selling marihuana for medical purposes.

Item 7.01 Regulation FD Disclosure.

A copy of the news release announcing the Joint Venture Extension Agreement 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.

Exhibit No.	Description
10.1	Joint Venture Extension Agreement dated April 29, 2015
99.1	Press Release dated May 1, 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: May 1, 2015

Enertopia Corp.

By: _____ "Robert McAllister" _____

Robert G. McAllister

President and Director



Press Release #201512

FOR IMMEDIATE RELEASE

May 1, 2015

Enertopia Provides JV Update on The Green Canvas

VANCOUVER, BC – Enertopia Corporation (ENRT-OTCBB) (TOP-CSE) (the "Company" or "Enertopia") is pleased to announce The Green Canvas Joint Venture Agreement signed on February 28, 2014 has been extended to June 30, 2015 from its original expiry date of February 28, 2015.

Due to uncontrollable delays by changes in the industry sector, both Enertopia and The Green Canvas have agreed to continue in good faith and extend the existing Joint Venture Agreement based on the Canadian Medical Marihuana sector.

“Our core values of honesty, integrity and commitment help to define our corporate practices and demonstrate our dedication in helping individuals whether you are encountering health issues based on age, diet or have suffered a traumatic physical, mental or emotional event, you cannot always control life but we are here to help you take your life back,” Stated President Robert McAllister

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 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 The Green Canvas JV will be extended, amended or have any

meaningful impact on the Company or the Company will be able to obtain future financings or a license under the MMPR program.

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

THIS JV EEXTENSION AGREEMENT is made as of the 29 day of April, 2015.

AMONG

ENERTOPIA CORPORATION, a corporation duly incorporated under the laws of the State of Nevada with its executive office at 950-1130 West Pender Street, Vancouver, British Columbia

("Enertopia")

AND:

THE GREEN CANVAS LTD., a corporation duly incorporated under the laws of the Province of Saskatchewan with its registered and records office at 2923 Dewdney Avenue, Regina, Saskatchewan S4T 0Y1.

("GCL" and together with Enertopia, the "Parties")

AND:

TIM SELENSKI, an individual with an address at 2923 Dewdney Avenue, Regina, Saskatchewan S4T 0Y1

("Selenski")

WHEREAS:

- A. The Parties and Selenski have previously entered into an certain Acquisition and Joint Venture Agreement dated February 28, 2014 and due to expire on February 28, 2015 (the "**Agreement**"); and
- B. Due to unforeseeable delays caused by significant arm's length changes in the industry sector the parties now wish to make certain amendments to the provisions of the Agreement.
- C. The Parties and Selenski have conducted good faith negotiations meant to revise and modify the Agreement to make it better reflect the changed market conditions and are actively continuing these negotiations.

NOW THEREFORE THIS JOINT VENTURE EXTENSION AGREEMENT WITNESSETH that in consideration of these premises and for other good and valuable

consideration, the receipt and sufficiency of which is also hereby acknowledged by each of the parties hereto, the parties hereto hereby agree as follows:

1. Both parties agree to continue in good faith to extend or amend the Existing Joint Venture based on the conditions noted above.
2. The deadline for completing the Joint Venture extension or amendment is June 30, 2015 or on a month to month basis with both parties approving such monthly extensions after June 30, 2015:

IN WITNESS WHEREOF, the parties hereto have executed this Amending Agreement as of the day and year first above written.

ENERTOPIA CORPORATION

by its authorized signatory

Per:

Authorized Signatory

THE GREEN CANVAS LTD.

by its authorized signatory

Per:

Authorized Signatory

(Witness)

TIM SELENSKI