

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

June 11, 2015

Item 3. News Release

The Company did disseminate a news release through Newswire.ca on June 12, 2015. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission on June 12, 2015.

Item 4. Summary of Material Change

On June 11, 2015, Enertopia Corp. (the "Company") entered into a Letter of Intent dated June 10, 2015 with Shaxon Enterprises Ltd. to sell its 51% interest with the MMRP Burlington application number 10QMM0610. The Letter of Intent is attached hereto as exhibit 10.1 to this current report. The Burlington project related with Joint Venture Agreement dated May 28, 2014 with Lexaria Corp. based on developing a business of legally producing, manufacturing, propagating, importing/exporting, testing, researching and developing marijuana at the Burlington Location. This Joint Venture is to be terminated based on the closing of a definitive agreement to be entered into pursuant to the terms of the Letter of Intent with Shaxon Enterprises Ltd. 500,000 restricted common shares issued to the Company at a deemed price of \$0.40 held in escrow will be returned back to Lexaria Corp. treasury and cancelled.

On June 11, 2015, Enertopia Corp. and The Green Canvas have mutually agreed to terminate their Joint Venture that was extended on February 28, 2015. In accordance with the terms of the termination in the Joint Venture Agreement, 6,400,000 restricted common shares issued to The Green Canvas at a deemed price of \$0.24 held in escrow will be returned back to Enertopia Corp. treasury and cancelled.

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 June 12, 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): June 11, 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 Definitive Agreement

Item 1.02 Termination of a Material Definitive Agreement

Item 3.03 Cancellation of Unregistered Sales of Equity Securities

On June 11, 2015, Enertopia Corp. (the "Company") entered into a Letter of Intent dated June 10, 2015 with Shaxon Enterprises Ltd. to sell its 51% interest with the MMPR Burlington application number 10QMM0610. The Letter of Intent is attached hereto as exhibit 10.1 to this current report. The Burlington project related with Joint Venture Agreement dated May 28, 2014 with Lexaria Corp. based on developing a business of legally producing, manufacturing, propagating, importing/exporting, testing, researching and developing marijuana at the Burlington Location. This Joint Venture is to be terminated based on the closing of a definitive agreement to be entered into pursuant to the terms of the Letter of Intent with Shaxon Enterprises Ltd. 500,000 restricted common shares issued to the Company at a deemed price of \$0.40 held in escrow will be returned back to Lexaria Corp. treasury and cancelled.

On June 11, 2015, Enertopia Corp. and The Green Canvas have mutually agreed to terminate their Joint Venture that was extended on February 28, 2015. In accordance with the terms of the termination in the Joint Venture Agreement, 6,400,000 restricted common shares issued to The Green Canvas at a deemed price of \$0.24 held in escrow will be returned back to Enertopia Corp. treasury and cancelled.

Item 7.01 Regulation FD Disclosure

A copy of the news release announcing the Letter of Intent and cancellation of the Enertopia/Lexaria Joint Venture 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	Letter of Intent dated June 10, 2015
10.2	Mutual Agreement dated June 11, 2015
99.1	Press Release dated June 12, 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: June 12, 2015

Enertopia Corp.

By: "Robert McAllister"
Robert G. McAllister
President and Director



Press Release #201516

FOR IMMEDIATE RELEASE

June 12, 2015

Enertopia Provides Canadian Medical Marijuana Update

VANCOUVER, BC – Enertopia Corporation (ENRT-OTCBB) (TOP-CSE) (the "Company" or "Enertopia") announces updates with respect to the Burlington and The Green Canvas Joint Ventures.

Enertopia has signed a binding LOI to sell its wholly owned sub Thor Pharma Corp along with the MMPR application number 10MMPR0610. The Burlington MMPR license application will continue in the application process under new ownership. The Joint Venture could receive up to \$1,500,000 in milestone payments upon the Burlington facility becoming licensed under the MMPR program. These monies would be split approximately 50% with Lexaria Corp. Subsequent with this deal the Burlington Joint Venture between Enertopia and Lexaria which was entered into on May 27, 2014 has been terminated due to the pending sale of the project. The Enertopia and Lexaria Master Joint Venture Agreement entered into on March 5, 2014 is still in good standing as both companies continue to look at synergistic opportunities to increase shareholder value.

After thorough examination of the Medical Marijuana industry in Canada and current participants within the sector, it is apparent that raising capital to push projects forward is not currently in the best interests of the Company. Therefore, the Company and The Green Canvas have mutually agreed to terminate their Joint Venture and 6,400,000 shares of Enertopia held in escrow with respect to The Green Canvas Joint Venture will be returned back to corporate treasury and cancelled.

Enertopia is and will continue to be an advocate for medical cannabis for patients and applauds the landmark Supreme Court of Canada ruling on June 11, 2015. This ruling upheld the rights of legal MMAR and MMPR medical cannabis patients in Canada. The unanimous ruling allows valid legal medical patients to choose how they want to administer medical cannabis by the method that is best suited to their medical condition and body absorption. This is looks to be a very positive development for the Canadian medical marijuana sector going forward, as the Federal Government will have to modify or implement a program for the administration of other forms of medical cannabis consumption.

Enertopia will continue to look for opportunities in the MMJ and other sectors that offer the best return for all stakeholders with the least amount of dilution to the Company. The Company looks forward to utilizing its learned knowledge in the MMJ sector and will continue on its path of becoming a licensed producer.

“The Company has completed two milestones in building a stable foundation with its ownership of 1,000,000 shares in Lexaria Corp which has just filed PCT for patent pending bio technologies and the potential of approximately \$750,000 in future payments from the Burlington application,” Stated President Robert McAllister

The Company looks forward to providing information via social media, website and press releases as news and events become known over the coming weeks.

About Enertopia

We are a company with the mission to empower people with a better way of living through healthy lifestyle choices in helping you live your life your way. Our core values of honesty, integrity, and commitment help to define our corporate practices and demonstrate our dedication in helping individuals whether they are encountering health issues based on age, diet or have suffered a traumatic physical, mental or an emotional event.

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 Company will receive any milestone payments from the sale of Thor Pharma and the Burlington MMPR application, or that the 1,000,000 shares of Lexaria Corp will 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