

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**

September 14, 2015

**Item 3. News Release**

The Company did disseminate a news release through Newswire.ca on September 14, 2015. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission on September 14, 2015.

**Item 4. Summary of Material Change**

On September 14, 2015, the Company announced V-Love™ fourth quarter sales update.

**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 September 14, 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): September 14, 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 September 14, 2015, the Company announced V-Love™ fourth quarter sales update.

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 September 14, 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: September 14, 2015

Enertopia Corp.

By:           "Robert McAllister"          

Robert G. McAllister

President and Director



PRESS RELEASE #201522

FOR IMMEDIATE RELEASE

SEPTEMBER 14, 2015

## ENERTOPIA ANNOUNCES FOURTH QUARTER SALES SUMMARY UPDATE

**VANCOUVER, BC – Enertopia Corporation** (ENRT-OTCBB) (TOP-CSE) (the "Company" or "Enertopia") is pleased to announce its fourth quarter V-Love™ estimated sales, all amounts in US Dollars.

V-Love™ estimated gross sales for the three-month period of the fourth quarter ending August 31, 2015 was \$6,673. Our third quarter sales for May 31, 2015 were \$1,598. V-Love™ became available to the retail market for sale in early May. Our cumulative estimated sales for V-Love™ for the four months May to August 31, 2015 are \$8,272. Enertopia continues to see an increasing volume of orders in its first two weeks of our first quarter of the new fiscal year. Our purchase orders and gross sales have already surpassed \$5,542.

V-Love™ sales 3 <sup>rd</sup> Quarter 2015	\$1,598*
V-Love™ estimated sales 4th Quarter 2015	\$6,673
V-Love™ estimated sales first 15 days of 1 <sup>st</sup> quarter 2016	\$5,542

\*3<sup>rd</sup> Qtr 2015 sales account for 21 days when V-Love™ became available for sale.

Enertopia is dedicated to providing the community continued awareness and education. It is the Company's initiative to provide this by going to key consumer forums and providing continued support through digital media and presentations.

The Company is also pleased to report that an independent 3<sup>rd</sup> party reviewer of Adult products has completed a review of V-Love™ and can be accessed at [sexualitysanctuary.com](http://sexualitysanctuary.com)

V-Love™ is pH balanced for women which acts as a moisturizer, personal lubricant and desire gel. Through V-Love.co the V-Love Team is dedicated to providing our clients with education, sexual health articles, product information, social engagements the V-Lovers Lane Blogs and the ability to buy directly online... For the latest on V-Love and the V-Love Team follow us on Twitter and Instagram @VLoveCanada and like us on Facebook at V-Love Canada. Our hope is that those that visit our website feel confident and empowered.

“We are very excited about our sales along with positive third party reviews and testimonials of V-Love™. Through research and social outreach we are devoted to further development of products to address the needs of our community” stated President Robert McAllister.

### **About Enertopia**

The Company’s mission is 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](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 V-Love™ sales will increase or will have any meaningful impact on the Company or the Company will be able to obtain future financings or that V-Love™ or any other potential products will have any meaningful impact on the Company.

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

