

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 2, 2016

**Item 3. News Release**

The Company did disseminate a news release through Newswire.ca on February 2, 2016. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission on February 2, 2016.

**Item 4. Summary of Material Change**

On February 2, 2016, the Company announced engaged Dr. Trina Read.

**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 2, 2016

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 2, 2016

**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 2, 2016, the Company announced it engaged Dr. Trina Read.

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 2, 2016

**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 2, 2016

Enertopia Corp.

By:           "Robert McAllister"          

Robert G. McAllister

President and Director



Press Release #201602

FOR IMMEDIATE RELEASE

February 2, 2016

## **Enertopia Engages Dr. Trina Read**

**VANCOUVER, BC – Enertopia Corporation** (ENRT-OTCBB) (TOP-CSE) (the "Company" or "Enertopia") is pleased to announce it has engaged Dr. Trina Read, a media expert and best selling author who will be assisting on further branding and marketing of V-Love™ through various avenues of media and outreach.

Dr. Trina Read is a sexual health and relationship expert who is passionate about women's sexual self-esteem. Her experience includes: a best selling author, award winning international speaker, CBC radio columnist, magazine and newspaper writer, blogger, media and social media veteran, spokesperson, and founder of VivaXO.com. She is a happily married, proud hockey-mom of two (rambunctious!) boys, avid juicer and obsessive cook.

“V-Love is a gorgeous, all natural lubricant that works perfectly with a woman's body. I'm extremely pleased to partner with a company whose mission and mandate is all about women's sexual empowerment and self-esteem. Together, we want to give women the tools to confidently take charge and own her sexual fulfillment.” said Dr. Trina Read, Sexologist.

The Company believes that education and awareness is paramount for everyone in understanding ones needs. “We are very excited to have Dr. Trina Read to be a part of our journey. I believe in everyone being their own personal advocate for better health.” Stated President/CEO 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: (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 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 development 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 DR. Trina Reid'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*