

FORM 51-102F3
Material Change Report

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

Enertopia Corp. (the "Company" or "Enertopia")
1873 Spall Road, #18
Kelowna, BC V1Y 4R2

ITEM 2. **Date of Material Change**

January 18, 2022

ITEM 3. **News Release**

The Company did not disseminate a news release. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission.

ITEM 4. **Summary of Material Change**

On January 18, 2022, the Company announced the following operational updates:

In December 2021, the Company was able to close on two additional technology transactions; with one in the hydrogen space, and the other being in Battery Management Systems. In the latter transaction, the Company also filed a provisional patent, the fourth fully owned provisional patent filed by Enteropia in the past year.

While the Company is excited about these developments, the Company is even more excited about the dozens of other potential Li claystone targets that their exploration team has been energetically pursuing. The Company is in active negotiations and expects to have updates before the end of February.

The Company is also pleased to report proto-types are currently being built of their first three provisional patents. This has taken longer than expected, as 2021 was a tough year when it came to sourcing parts, especially in regards to testing equipment, but the worst of the bottlenecks appear to be behind us.

Initial testing results on our hydrogen reformer unit have also been positive; on the Battery Management System, the Company is optimistic that they will have an update shortly, as we are working with a third party and are following their timeline to market.

ITEM 5. **Full Description of Material Change**

5.1 **Full Description of Material Change**

See attached Form 8-K.

5.2 **Disclosure for Restructuring Transactions**

Not Applicable

ITEM 6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not Applicable

ITEM 7. **Omitted Information**

No material information has been omitted.

ITEM 8. **Executive Officer**

Additional information respecting the Company or the material changes disclosed under this form may be obtained by contacting Robert McAllister, CEO and President of the Company, at (250) 870-2219.

ITEM 9. **Date of Report**

Dated January 18, 2022

**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) January 18, 2022

ENERTOPIA CORP.

(Exact name of registrant as specified in its charter)

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

<u>#18, 1873 Spall Road, Kelowna, BC</u>	<u>V1Y 4R2</u>
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code 250-870-2219

N/A
(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 the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares	ENRT	OTC Markets

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On January 18, 2022, Enertopia Corp. issued a news release, attached as Exhibit 99.1, providing a look back at 2021 and the next steps for 2022.

Item 9.01 Financial Statements and Exhibits
99.1 Press Release dated January 18, 2022

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.

ENERTOPIA CORP.

/s/ Robert McAllister

Robert McAllister
President and Director

January 18, 2022



Enertopia Provides 2021 look back and 2022 Next Steps

Kelowna, British Columbia--(Newsfile Corp. - January 18th, 2022) - **Enertopia Corporation** (OTCQB: ENRT) ("Enertopia" or the "Company") a company focused on building shareholder value through a combination of our Nevada Lithium claims, intellectual property, & patents in the green technology space, is pleased to provide the following operational update.

In December 2021, we were able to close on two additional technology transactions; with one in the hydrogen space, and the other being in Battery Management Systems. In the latter transaction, we also filed a provisional patent, the fourth fully owned provisional patent filed by Enertopia in the past year.

While we are excited about these developments, we are even more excited about the dozens of other potential Li claystone targets that our exploration team have been energetically pursuing. We are in active negotiations and expect to have updates before the end of February on this front. We are aware of the perils of putting a timeline onto this kind of matter, but we are confident that it is a conservative timeline, and are determined to bring additional value to our shareholders in the near future.

"Updates will be provided as soon as they are cleared by our legal team. It is our firm belief that 2022 will be a transformative year for Enertopia as we work to increase shareholder equity" stated President and CEO, Robert McAllister.

Additional Updates:

We are also pleased to report proto-types are currently being built of our first three provisional patents. This has taken longer than expected, as 2021 was a tough year when it came to sourcing parts, especially in regards to testing equipment, but the worst of the bottlenecks appear to be behind us.

Initial testing results on our hydrogen reformer unit have also been positive; on the Battery Management System, we are optimistic that we will have an update shortly, as we are working with a third party and are following their timeline to market.

About Enertopia:

Defines itself as an Environmental Solutions Company focused on using modern technology on extracting lithium and verifying or sourcing other intellectual property in the EV & green technologies to build shareholder value.

Enertopia shares are quoted in the United States under ticker symbol ENRT. For additional information, please visit www.enertopia.com or call Robert McAllister, the President at 1-888-ENRT201.

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 mining or technology projects, 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 in the interest rates on borrowings; hedging activities; changes in commodity prices; changes in the investments and expenditure levels; litigation; legislation; environmental, judicial, regulatory, political and competitive developments in areas in which Enertopia Corporation operates. There can be no assurance that the testing for the brine recovery system will be effective for the recovery of Lithium and if effective will be economic or have any positive impact on Enertopia, or that current

talks with respect to potential joint ventures or partnerships will result in definitive agreements. There can be no assurance that provisional patents applications will become patents or the DOE testing will prove successful. 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.

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