FORM 51-102F3
Material Change Report

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

Enertopia Corp. (the "Company" or "Enertopia")
1873 Spall Road, #22
Kelowna, BC V1Y 4R2

ITEM 2. **Date of Material Change**

August 3, 2020

ITEM 3. **News Release**

The Company disseminated a news release on August 3, 2020. The Company announced the material change by filing a Form 8-K with the Securities and Exchange Commission.

ITEM 4. **Summary of Material Change**

Enertopia provided its lithium project and solution testing update.

The Company's current phase of Lithium solution testing will continue as new data continues to support further work in the area of reduced acid consumption. Acid reagent consumption is a considerable expense in the potential processing of Lithium claystone projects worldwide. The Company's recent series of testing has focused on potential industry low acid consumption rates of 1% to 2.5% by volume weight using various acids. With varying recovery rates of lithium in the claystone being released into solution from 28% to 58.7% depending on type of acid and concentration levels. At the same time the Company has been reviewing other 3rd party information that could be extremely beneficial in lowering certain acid costs by both unit cost and reducing transportation costs. The Company believes that using novel approaches to acid consumption will lead to higher lithium in solution values with lower acid consumption levels thus potentially lowering up front capex costs and reducing neutralizing waste claystone costs on the back end thus reducing water consumption needs.

With respect to the Company's clean energy search for potential products and services this has resulted in additional opportunities in the field of clean energy electrical generation that could benefit the Company moving forward. As such the Company will provide notice to the marketplace when such details become solidified.

The Company's technical advisors believe the positive testing to date may warrant patent protection and thus the Company is keeping all internal data strictly confidential at this time. The Company has signed several NDA’s with industry partners as it works to reaching its goal of a low capex solution to battery grade lithium production and concurrently with clean energy electrical generation.

Claim payments to the BLM and the respective County fees have been paid and the Dan and Steve claims are in good standing until August 31st 2021.

ITEM 5. **<u>Full Description of Material Change</u>**

5.1 <u>Full Description of Material Change</u>

See attached Form 8-K with news release.

5.2 <u>Disclosure for Restructuring Transactions</u>

Not Applicable

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

Not Applicable

ITEM 7. **<u>Omitted Information</u>**

No material information has been omitted.

ITEM 8. **<u>Executive Officer</u>**

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. **<u>Date of Report</u>**

Dated August 6, 2020

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) **August 3, 2020**

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.)

1873 Spall Road, #22, Kelowna, BC Canada	**V1Y 4R2**
(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))

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

A copy of the news release of Enertopia Corporation announcing its lithium project and solution testing update is filed as exhibit 99.1 to this current report and is hereby incorporated by reference.

Item 9.01 Financial Statements and Exhibits

99.1 Press Release dated August 3, 2020

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 G. McAllister

Robert G. McAllister
CEO, President and Director

Date: August 6, 2020

Exhibit 99.1

Enertopia Corporation

Press Release #202010 **FOR IMMEDIATE RELEASE** **August 3, 2020**

Enertopia Lithium Project and Solution Testing Update

Kelowna, BC—Enertopia Corporation (ENRT) on the OTC (the "Company" or "Enertopia") provides the following update.

Our current phase of Lithium solution testing will continue as new data continues to support further work in the area of reduced acid consumption. Acid reagent consumption is a considerable expense in the potential processing of Lithium claystone projects worldwide. Our recent series of testing has focused on potential industry low acid consumption rates of 1% to 2.5% by volume weight using various acids. With varying recovery rates of lithium in the claystone being released into solution from 28% to 58.7% depending on type of acid and concentration levels. At the same time we have been reviewing other 3rd party information that could be extremely beneficial in lowering certain acid costs by both unit cost and reducing transportation costs. We believe that using novel approaches to acid consumption will lead to higher lithium in solution values with lower acid consumption levels thus potentially lowering up front capex costs and reducing neutralizing waste claystone costs on the back end thus reducing water consumption needs.

With respect to our clean energy search for potential products and services this has resulted in additional opportunities in the field of clean energy electrical generation that could benefit the Company moving forward. As such we will provide notice to the marketplace when such details become solidified.

The company's technical advisors believe the positive testing to date may warrant patent protection and thus the Company is keeping all internal data strictly confidential at this time. The Company has signed several NDA’s with industry partners as it works to reaching its goal of a low capex solution to battery grade lithium production and concurrently with clean energy electrical generation.

Claim payments to the BLM and the respective County fees have been paid and the Dan and Steve claims are in good standing until August 31st 2021.

The Company thanks the shareholders for their questions. We continue to work diligently and methodically along our path that we believe over time will benefit all current stakeholders the most.

Conclusion:

We continue to believe that the Lithium hosted claystone deposits in Nevada will become major sources of Lithium production in the 2020s while offering the USA a secure domestic supply of battery grade Lithium products. We applaud the members of Congress that see the need for bi-partisan support for securing a domestic supply of strategic metals which include Lithium. We are also excited to see and witness the convergence of several technologies that are changing the very way we produce and consume electrical energy amidst the growing opportunities for a better world, all in a far shorter time span than most realize.

The Qualified person:

The technical data in this news release have been reviewed by Douglas Wood, P.Geol a qualified person under the terms of NI 43-101.

About Enertopia:

A Company focused on using advanced sustainable technology for extracting lithium and verifying or sourcing other emerging intellectual property in the EV & Green Technology sectors in order 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