

Enertopia Corp.  
Form 8-K  
March 10, 2011

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**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): March 10, 2011

**ENERTOPIA CORP.**

*(Exact name of registrant as specified in its charter)*

|  |  |   |
|--|--|---|
| <b>Nevada</b><br><i>(State or other jurisdiction of<br/>incorporation)</i> | <b>000-51866</b><br><i>(Commission File Number)</i>                  | <b>20-1970188</b><br><i>(IRS Employer Identification<br/>No.)</i> |
| #950   | 1130 West Pender Street, Vancouver, British Columbia, Canada V6E 4A4 |   |

Registrant's telephone number, including area code: (604) 602-1633

*(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))
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**Item 1.01 Entry into a Material Definitive Agreement.**

**Item 3.02 Unregistered Sales of Equity Securities.**

On December 29, 2009, the Company had adopted the 2010 Equity Compensation Plan. Based on this original Stock Option Plan, on March 10, 2011, the Company has granted additional 150,000 stock options to an Advisor of the Company. The exercise price of the stock options is \$0.15, which are all vested on immediately and expires March 10, 2016.

The following are the recipients and the options granted:

Donald Findlay 150,000

**Item 7.01 Regulation FD Disclosure.**

A copy of the news release announcing the stock options is filed as exhibit 99.1 to this current report and is hereby incorporated by reference.

**Item 9.01 Financial Statements and Exhibits**

|             |   |
|-------------|---|
| <u>10.1</u> | <u>Form of Stock Option Agreement</u>     |
| <u>99.1</u> | <u>Press Release dated March 10, 2010</u> |

**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: March 10, 2011

(Signature) Enertopia Corp.  
By: /s/ Robert G. McAllister  
Robert G. McAllister  
President and Director

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