

Enertopia Corp.  
Form 8-K  
November 10, 2010

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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): November 8, 2010

**ENERTOPIA CORP.**

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

**Nevada**  
*(State or other jurisdiction  
of incorporation)*

**000-51866**  
*(Commission File Number)*

**20-1970188**  
*(IRS Employer  
Identification No.)*

**#950 1130 West Pender Street, Vancouver, British Columbia, Canada V6E 4A4**

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

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(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 5, 2010, the Company has granted additional 100,000 stock options to a consultant of the Company. The exercise price of the stock options is \$0.20, which are all vested on November 8, 2010 and expires November 8, 2015.

The following are the recipients and the options granted:

Randy Woods            100,000

**Item 9.01 Financial Statements and Exhibits**

10.1            Stock Option Agreement Dated November 8, 2010.

99.1           Press Release dated November 9, 2010

**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: November 9, 2010

Enertopia Corp.  
(Signature)

By: /s/ Robert G. McAllister  
Robert G. McAllister  
President and Director

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