

Enertopia Corp.
Form 8-K
October 26, 2010

**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): **October 25, 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.) |
| <u>#950 1130 West Pender Street, Vancouver, British Columbia, Canada V6E 4A4</u> (Address of principal executive offices) (Zip code) | | |

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))
-

ITEM 2.01 COMPLETION OF SALE OF ASSET

On October 25, 2010, the Company sold its oil and gas producing assets in Saskatchewan for \$100,000 to Primrose Drilling, plus an additional potential payout which shall be based on a 10% profit interest on any and all productive wells drilled on the Lands, subject to the Company's original 50% Lands and subject to a maximum Potential Payout of \$150,000 from the Lands. The Potential Payout payments shall be governed by Alberta oil industry standards.

ITEM FINANCIAL STATEMENTS AND EXHIBITS.

9.01.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|--|
| <u>10.1</u> | <u>Purchase Sale Agreement dated October 25, 2010.</u> |
| <u>10.2</u> | <u>Notice of Assessment dated October 25, 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: October 26, 2010

Enertopia Corp.

By: Robert McAllister
Robert G. McAllister
President and Director