



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

May 13, 2015

Via E-mail

Robert McAllister  
Chief Executive Officer  
Enertopia Corp.  
950 – 1130 West Pender Street  
Vancouver, British Columbia  
Canada V6E 4A4

**Re: Enertopia Corp.  
Form 10-K for the Fiscal Year Ended August 31, 2014  
Filed December 1, 2014  
File No. 000-51866**

Dear Mr. McAllister:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ James Lopez (for)

John Reynolds  
Assistant Director

cc: William L. Macdonald, Esq.  
Macdonald Tuskey