

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Sternhell Alexander McLeod</u> (Last) (First) (Middle) <u>405 S. 8TH STREET, STE 201</u> (Street) <u>BOISE</u> ID <u>83702</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PERPETUA RESOURCES CORP. [PPTA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/05/2026</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	01/05/2026		X		20,000	A	\$8.59 ⁽¹⁾	20,000	D	
Common Shares	01/05/2026		X		9,500	A	\$8.59 ⁽¹⁾	29,500	D	
Common Shares	01/05/2026		S		10,148	D	\$26.5 ⁽²⁾	19,352	D	
Common Shares	01/07/2026		S		3,000	D	\$29.09 ⁽³⁾	16,352	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Director and Employee Stock Option (right to buy)	\$8.59 ⁽¹⁾	01/05/2026		X			20,000	(4)	01/20/2026	Common Shares	20,000	\$0	0	D	
Director and Employee Stock Option (right to buy)	\$8.59 ⁽¹⁾	01/05/2026		X			9,500	(5)	01/20/2026	Common Shares	9,500	\$0	0	D	

Explanation of Responses:

1. The exercise price of the stock option of CAD \$11.80 is converted to USD based on the daily average exchange rate as reported by the H.10 statistical release of the Board of Governances of the Federal Reserve System on January 2, 2026, of C\$1.3738 = US\$1.00.
2. The sale price of the stock option of CAD \$36.40 is converted to USD based on the daily average exchange rate as reported by the H.10 statistical release of the Board of Governances of the Federal Reserve System on January 2, 2026, of C\$1.3738 = US\$1.00. The sale price of CAD \$36.40 is a weighted average price. These shares were sold in multiple transactions at prices ranging from CAD \$36.36 to CAD \$36.56, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this footnote (2). These shares represent shares sold to cover option exercise price.
3. The sale price of the stock option of CAD \$39.96 is converted to USD based on the daily average exchange rate as reported by the H.10 statistical release of the Board of Governances of the Federal Reserve System on January 2, 2026, of C\$1.3738 = US\$1.00. The sale price of CAD \$39.96 is a weighted average price. These shares were sold in multiple transactions at prices ranging from CAD \$39.96 to CAD \$39.97, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this footnote (3). These shares represent shares sold to cover payment of taxes relating to the option exercise.
4. The stock option, representing a right to purchase a total of 20,000 Common Shares, became exercisable as to 5,000 Common Shares on January 20, 2021, as to 5,000 Common Shares on January 20, 2022, as to 5,000 Common Shares on January 20, 2023, and as to the remaining 5,000 on January 20, 2024.
5. The stock option, representing a right to purchase a total of 9,500 Common Shares, became exercisable as to 2,375 Common Shares on January 20, 2021, as to 2,375 Common Shares on January 20, 2022, as to 2,375 Common Shares on January 20, 2023, and as to the remaining 2,375 on January 20, 2024.

/s/ Tanya Nelson, as attorney-in-fact for Alexander Sternhell

** Signature of Reporting Person

01/07/2026

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.