

FORM 4

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

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

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

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*	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<u>Lyon Mckinsey Margaret</u>	<u>PERPETUA RESOURCES CORP.</u> [<u>PPTA</u>]	Director 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title below) Other (specify below)
<u>405 S. 8TH STREET, STE 201</u>	<u>02/12/2026</u>	<u>(See remarks (7))</u>
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
<u>BOISE</u> <u>ID</u> <u>83702</u>		<u>X</u> Form filed by One Reporting Person
(City) (State) (Zip)		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	02/12/2026		S ⁽¹⁾		6,270	D	\$27.54 ⁽²⁾	169,562	D	
Common Shares	02/12/2026		S ⁽³⁾		37,452	D	\$27.58 ⁽⁴⁾	132,110	D	
Common Shares	02/16/2026		M		13,636	A	⁽⁵⁾	145,746	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				
Restricted Share Units	⁽⁵⁾	02/16/2026		M			13,636	⁽⁶⁾	⁽⁶⁾	Common Shares	13,636 ⁽⁵⁾	\$0	34,607	D	

Explanation of Responses:

1. The sale reported on this Form 4 represents shares sold by the Reporting Person to cover tax withholding obligations in connection with the settlement of Restricted Share Units, which vested on February 10, 2026, and were settled in Common Shares of the Issuer.
2. The sale price included on this Form 4 is a weighted average price and 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 February 6, 2026, of C\$1.3644 = US\$1.00. These shares were sold in multiple transactions at prices ranging from US\$27.40 to US\$27.69, 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 ranges set forth in this footnote (2).
3. The sale reported on this Form 4 represents shares sold by the Reporting Person to cover tax withholding obligations in connection with the settlement of Performance Share Units, which vested on February 11, 2026, when certification of the applicable performance measures occurred, and were settled in Common Shares of the Issuer following such certification.
4. The sale price included on this Form 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from US\$27.39 to US\$27.93, 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 ranges set forth in this footnote (4).
5. A restricted share unit ("RSU") entitles the holder to receive one Common Share (or cash equal to the value thereof) for each vested RSU. The RSUs that vested on February 16, 2026 were settled in Common Shares of the Issuer.
6. On February 16, 2024, the reporting person was granted 40,910 RSUs, which vest ratably on each of the first three anniversaries of the grant date, subject to the terms and conditions of the Perpetua Resources Corp. Omnibus Equity Incentive Plan.

Remarks:

(7) Senior Vice President, External Affairs at Perpetua Resources Idaho, Inc., a wholly owned subsidiary of Perpetua Resources Corp.

/s/ Tanya Nelson, as attorney-in-fact for Mckinsey Lyon

** Signature of Reporting Person

02/17/2026

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.