Mair Tom Form 3 February 14, 2007

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

**OMB APPROVAL** 

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

(Last)

Mair Tom

(First)

(Middle)

Statement

(Month/Day/Year)

02/08/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GOLDEN STAR RESOURCES LTD [GSS]

4. Relationship of Reporting

(Check all applicable)

Sr. VP & CFO

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

10901 W. TOLLER DRIVE, Â SUITE 300

(Street)

Director \_X\_\_ Officer

10% Owner \_ Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

LITTLETON, COÂ 80127

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

6. Nature of Indirect 5. Beneficial Ownership Form of Ownership

(Instr. 5)

Date Exercisable Expiration

Date

Title

Amount or Security Number of Shares

Security: Direct (D) or Indirect (I)

Derivative

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(Instr. 5)

Stock options  $02/02/2007_{\underline{(1)}} 02/02/2017 \frac{\text{Common}}{\text{shares}} 200,000 \$ 3.34_{\underline{(2)}} D \hat{A}$ 

## **Reporting Owners**

# **Signatures**

LITTLETON, COÂ 80127

Thomas G. Mair 02/12/2007

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Vesting schedule is as follows: 25% on grant; 25% on 1st anniversary; 25% on 2nd anniversary; 25% on 3rd anniversary.
- (2) Options priced in CDN\$; this is the US\$ equivalent on the grant date (CDN\$1.00=US\$0.8847)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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