

GOLDEN STAR RESOURCES LTD.

FORM POS EX

(Post-effective amendment filed solely to add exhibits to a registration statement)

Filed 12/21/05

Telephone	416 583 3800
CIK	0000903571
Symbol	GSS
SIC Code	1040 - Gold And Silver Ores
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	12/31

GOLDEN STAR RESOURCES LTD

FORM POS EX

(Post-effective amendment filed solely to add exhibits to a registration statement)

Filed 12/21/2005

Address	10901 WEST TOLLER DRIVE SUITE 300 LITTLETON, Colorado 80127
Telephone	303-830-9000
CIK	0000903571
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	12/31

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**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

Post-Effective Amendment No. 1 to

FORM S-3

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

GOLDEN STAR RESOURCES LTD.

(Exact name of registrant as specified in its charter)

CANADA

(State or other jurisdiction of incorporation or organization)

98-0101955

(I.R.S. Employer Identification No.)

**10901 West Toller Drive, Suite 300
Littleton, Colorado, 80127-4247
(303) 830-9000**

(Address, including zip code, and telephone number, including area code, of principal executive offices)

**Allan J. Marter, Chief Financial Officer
Golden Star Resources Ltd.
10901 West Toller Drive, Suite 300
Littleton, Colorado, 80127-4247
(303) 830-9000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

With Copies To

**Deborah J. Friedman
Michelle H. Shepston
Davis Graham & Stubbs LLP
1550 Seventeenth Street, Suite 500
Denver, Colorado 80202
(303) 892-9400**

Approximate date of commencement of proposed sale to the public: From time to time after this registration statement becomes effective.

If the only securities being registered on this Form are to be offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with a dividend or interest reinvestment plan, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. 333-118956

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

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EXPLANATORY NOTE

We are filing this Post-Effective Amendment No. 1 pursuant to Rule 462(d) of the Securities Act of 1933 for the sole purpose of filing certain exhibits to Registration Statement No. 333-118956, and accordingly, it shall become effective immediately upon filing with the Securities and Exchange Commission.

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Item 16.	<u>Exhibits</u> .
23.1	Consent of KPMG
24	Power of Attorney*

* Filed previously

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant has duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-118956 to be signed on its behalf by the undersigned, thereunto duly authorized, in Littleton, Colorado, on December 21, 2005.

GOLDEN STAR RESOURCES LTD.

By: /s/ Allan J. Marter
Allan J. Marter
Senior Vice President and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to Registration Statement No. 333-118956 has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>*</u> Ian MacGregor	Chairman of the Board of Directors	December 21, 2005
<u>*</u> Peter J. Bradford	President, Chief Executive Officer and Director (Principal Executive Officer)	December 21, 2005
<u>*</u> David K. Fagin	Director	December 21, 2005
<u>*</u> David Bumstead	Director	December 21, 2005
<u>*</u> Michael Martineau	Director	December 21, 2005
<u>*</u> Jim Askew	Director	December 21, 2005
<u>/s/ Allan J. Marter</u> Allan J. Marter	Chief Financial Officer (Principal Financial and Accounting Officer)	December 21, 2005

* By: /s/ Allan J. Marter
Allan J. Marter
Attorney - in - Fact

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EXHIBIT INDEX

Exhibit No.	Description
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23.1	Consent of KPMG
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24	Power of Attorney*
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* Filed previously



KPMG LLP
Chartered Accountants
10125-102 Street
Edmonton AB T5J 3V8
Canada

Telephone (780) 429-7300
Fax (780) 429-7379
Internet www.kpmg.ca

INDEPENDENT AUDITORS' CONSENT

The Board of Directors of St. Jude Resources Ltd.

We consent to the use of our report dated May 13, 2005, except as to note 13, which is as of December 15, 2005, with respect to the consolidated balance sheets of St. Jude Resources Ltd. as of January 31, 2005 and 2004, and the related consolidated statements of operations and deficit and cash flows for each of the years then ended, included in the Registration Statement (No. 333-118956) on Form S-3 of Golden Star Resources Ltd. Our report dated May 13, 2005, except as to note 13, which is as of December 15, 2005, includes additional comments by auditors for U.S. readers on Canada — U.S. reporting differences that (a) refers to a change in accounting principles described in note 1(j) to the consolidated financial statements, and (b) states that the financial statements are affected by conditions and events that cast substantial doubt on the Company's ability to continue as a going concern. The consolidated financial statements do not include any adjustments that might result from the outcome of that uncertainty.

KPMG LLP

Edmonton, Canada
December 21, 2005

KPMG LLP, a Canadian limited liability partnership is the Canadian member -firm of KPMG International, a Swiss cooperative.

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End of Filing

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