

# GOLDEN STAR RESOURCES LTD.

Reported by  
**MACGREGOR IAN**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/18/10 for the Period Ending 06/18/10

|             |                             |
|-------------|-----------------------------|
| 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                       |

# FORM 4

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

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

OMB APPROVAL  
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**STATEMENT OF CHANGES IN 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(f) of the  
Investment Company Act of 1940

|   |         |          |  |  |  |  |  |  |
|---|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                            |  |  |
| <b>MACGREGOR IAN</b>                      |         |          | <b>GOLDEN STAR RESOURCES LTD</b>                   |  |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner                    |  |  |
| (Last)                                    | (First) | (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY)       |  |  | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
|   |         |          | <b>6/18/2010</b>                                   |  |  |  |  |  |
| (Street)                                  |         |          | 4. If Amendment, Date Original Filed (MM/DD/YYYY)  |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)  |  |  |
| <b>10901 WEST TOLLER DRIVE, SUITE 300</b> |         |          |  |  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person                             |  |  |
| (City) (State) (Zip)                      |         |          | <b>LITTLETON, CO 80127-6312</b>                    |  |  | <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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                   | 6/18/2010      |                                   | M                         |   | 60000   | A          | \$1.06 <sup>(2)</sup> | 110000  | D  |   |
| Common Shares                   | 6/18/2010      |                                   | M                         |   | 15000   | A          | \$1.13 <sup>(3)</sup> | 125000  | D  |   |
| Common Shares                   | 6/18/2010      |                                   | S                         |   | 75000   | D          | \$4.39 <sup>(1)</sup> | 50000   | D  |   |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 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 of Derivative Security: 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 |  |   |  |  |
| Common Share Options (Right to Buy)      | \$1.06 <sup>(2)</sup>                                  | 6/18/2010      |                                   | M                         |   | 60000  |     | 12/16/2008                              | 12/16/2018      | Common Shares   | 60000                      | \$0  | 275000  | D  |  |
| Common Share Options (Right to Buy)      | \$1.13 <sup>(3)</sup>                                  | 6/18/2010      |                                   | M                         |   | 15000  |     | 1/30/2002                               | 1/30/2012       | Common Shares   | 15000                      | \$0  | 260000  | D  |  |

**Explanation of Responses:**

- (1) The price reported represents the weighted average sale price for sale transactions involving shares directly held by the reporting person, executed in a price range from US\$4.34 to US\$4.46. The reporting person will provide full information regarding the number of shares sold at each separate price to the Commission staff, the issuer or a security holder of the issuer upon request.
- (2) The exercise price is CD\$1.08; this is the US\$ equivalent on the date of the exercise (CD\$1.00=US\$.9768).
- (3) The exercise price is CD\$1.16; this is the US\$ equivalent on the date of the exercise (CD\$1.00=US\$.9768).-

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MACGREGOR IAN<br>10901 WEST TOLLER DRIVE<br>SUITE 300<br>LITTLETON, CO 80127-6312 | X             |           |         |       |

**Signatures****Roger Palmer for Ian MacGregor / Pursuant to Power of Attorney****6/18/2010**

\*\* Signature of Reporting Person

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 control number.