

# GOLDEN STAR RESOURCES LTD.

Reported by  
**MAIR TOM**

## FORM 3

(Initial Statement of Beneficial Ownership)

Filed 02/14/07 for the Period Ending 02/08/07

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 3

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

OMB APPROVAL  
OMB Number: 3235-0104  
Expires: January 31, 2008  
Estimated average burden  
hours per response... 0.5

## 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

1. Name and Address of Reporting Person *  <b>Mair Tom</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>2/8/2007</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>GOLDEN STAR RESOURCES LTD [GSS]</b>
(Last) (First) (Middle)  <b>10901 W. TOLLER DRIVE, SUITE 300</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Sr. VP &amp; CFO /</b>	
(Street)  <b>LITTLETON, CO 80127</b>	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Stock options</b>	<b>2/2/2007</b> (1)	<b>2/2/2017</b>	<b>Common shares</b>	<b>200000</b>	<b>\$3.34</b> (2)	<b>D</b>	

#### Explanation of Responses:

- (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)

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Mair Tom</b> <b>10901 W. TOLLER DRIVE</b> <b>SUITE 300</b>			<b>Sr. VP &amp; CFO</b>	

**Signatures**

**Thomas G. Mair**

**2/12/2007**

\*\* 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 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).

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.

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Peter J. Bradford, and Roger Palmer, signing singly, the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Golden Star Resources Ltd. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 and timely file such form with the United States Securities and Exchange Commission (the "Commission") and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Golden Stars Resources Ltd., unless earlier revoked by the undersigned in a signed writing delivered to one of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of FEBRUARY, 2007.

*/s/ Thomas G. Mair*  
*Signature*

## CONFIRMING STATEMENT

This Statement confirms that the undersigned has authorized and designed each of Peter J. Bradford and Roger Palmer, signing singly, to execute and file on the undersigned's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Golden Star Resources Ltd. The authority of each of Peter J. Bradford, Allan J. Marter and Roger Palmer under this Statement shall continue until the undersigned's no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Golden Star Resources Ltd., unless earlier revoked in writing. The undersigned acknowledges that Peter J. Bradford and Roger Palmer are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

*/s/ Thomas G. Mair*  
*Signature*

*January 27, 2005\_\_*  
*Date*