

GOLDEN STAR RESOURCES LTD.

Filed by

DAWSON CAPITAL MANAGEMENT INC /CT

FORM SC 13D/A

(Amended Statement of Beneficial Ownership)

Filed 01/08/97

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 SC 13D/A (Amended Statement of Beneficial Ownership)

Filed 1/8/1997

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

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 1)

GOLDEN STAR RESOURCES, LTD.

(Name of Issuer)

Common
(Title of Class of Securities)

38119T104
(CUSIP Number)

Dawson-Samberg Capital Management, Inc., 354 Pequot Ave., Southport CT 06490
203/254-0091

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 1, 1997

(Date of Event which Requires
Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box o.

Check the following box if a fee is being paid with this statement . (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.)

(See Rule 13d-7.)

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

This Statement relates to the Common Shares, (the "Shares") of Golden Star Resources, Ltd. ("GAR"), a Canadian corporation. GSR's principal executive office is located at One Norwest Center, 1700 Lincoln Street, Suite 1950, Denver, CO 80203.

In reliance on Rule 13d-1(b)(1)(ii)(E), the reporting person will hereafter be filing a short form statement on Schedule 13G annually in lieu of Schedule 13D or any amendments thereto covering the securities that are the subject of this report

ITEM 1. SECURITY AND ISSUER

No Change

ITEM 2. IDENTITY AND BACKGROUND

No Change

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

No Change

ITEM 4. PURPOSE OF TRANSACTION

No Change

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

No Change

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH
RESPECT TO SECURITIES OF THE ISSUER

No Change

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

No Change

THIS TABLE HAS BEEN SQUEEZED AS FAR AS IT CAN GO WITHOUT WORDS/## BREAKING UP. IF ATTY WANTS MORE INFO OR "MORE SPACE", HE'LL HAVE TO BUMP FONT TO SZ.8 AND/OR MAKE MARGINS THINNER. After a reasonable inquiry and to the best of my knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

January 8, 1997

Dawson-Samberg Capital Management, Inc.

By: /s/ Arthur J. Samberg
Arthur J. Samberg, President

Pequot General Partners

By: /s/ Arthur J. Samberg
Arthur J. Samberg, General Partner

DS International Partners, L.P.

By: /s Arthur J. Samberg
Arthur J. Samberg, General Partner

Pequot Endowment Partners, L.P.

By: /s/ Arthur J. Samberg
Arthur J. Samberg, General Partner

EXHIBIT A

AGREEMENT

The undersigned agree that this Schedule 13D dated January 8, 1997 relating to the Shares of Golden Star Resources, Ltd. shall be filed on behalf of the undersigned.

Dawson-Samberg Capital Management, Inc.

*By: /s/ Arthur J. Samberg
Arthur J. Samberg, President*

Pequot General Partners

*By: /s/ Arthur J. Samberg
Arthur J. Samberg, General Partner*

DS International Partners, L.P.

*By: /s/ Arthur J. Samberg
Arthur J. Samberg, General Partner*

Pequot Endowment Partners, L.P.

*By: /s/ Arthur J. Samberg
Arthur J. Samberg, General Partner*

End of Filing

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