

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

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE
ACT OF 1934**

For the month of May 2016

Commission File Number 001-12284

GOLDEN STAR RESOURCES LTD.

(Translation of registrant's name into English)

**150 King Street West
Suite 1200**

**Toronto, Ontario
M5H 1J9, Canada**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): _____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): _____

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): _____

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

GOLDEN STAR RESOURCES LTD.

Date: May 9, 2016

(signed) André van Niekerk

André van Niekerk
Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description of Exhibit
99.1	Material Change Report

MATERIAL CHANGE REPORT

Item 1 - Name and Address of Company:

Golden Star Resources Ltd. (“**Golden Star**” or the “**Company**”)
150 King Street West
Sun Life Financial Tower, Suite 1200
Toronto, Ontario
M5H 1J9

Item 2 - Date of Material Change:

April 28, 2016

Item 3 - News Release:

Two news releases regarding the material change were disseminated by the Company over CNW Group on April 28, 2016 and May 9, 2016.

Item 4 - Summary of Material Change:

On April 28, 2016, Golden Star announced that it entered into an agreement with BMO Capital Markets (“**BMO**”), under which BMO agreed to buy on a bought deal basis 22,750,000 common shares of Golden Star (the “**Common Shares**”), at a price of US\$0.66 per Common Share for gross proceeds of approximately US\$15 million (the “**Offering**”). Subsequently on May 9, 2016, Golden Star announced that it completed the Offering..

Item 5 - Full Description of Material Change:

5.1 Full Description of Material Change

Golden Star announced on April 28, 2016 that it entered into an agreement with BMO, under which BMO agreed to buy on a bought deal basis 22,750,000 Common Shares, at a price of US\$0.66 per Common Share for gross proceeds of approximately US\$15 million.

The net proceeds of the Offering will be used for debt reduction as well as for working capital and general corporate purposes. This will further enhance the reduction in debt that occurred in, and subsequent to, the first quarter of 2016 which includes the repurchase of \$3.6 million principal amount of the Company’s 5% Convertible Debentures for \$1.8 million that included an interest payment of \$0.1 million, leaving \$73.9 million principal amount outstanding of the Convertible Debentures that will mature on June 1, 2017.

The Company filed a prospectus supplement to its existing base shelf prospectus on May 2, 2016 with the securities regulatory authorities in each of the provinces of Canada, other than Quebec, and the U.S. Securities and Exchange Commission.

The Offering was completed on May 9, 2016. The Company granted BMO an option, exercisable at the offering price for a period of 30 days following the closing of the Offering, to purchase up

to an additional 3,412,500 Common Shares at a price of US\$0.66 per Common Share to cover over-allotments, if any.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 - Reliance on subsection 7.1(2) of National Instrument 51-102:

Not applicable.

Item 7 - Omitted Information:

Not applicable.

Item 8 - Executive Officer:

André van Niekerk, Executive Vice President and Chief Financial Officer

Phone: (416) 583-3800

Item 9 - Date of Report:

May 9, 2016