Edgar Filing: Yeates William Lee - Form 4

Yeates William L Form 4	Lee										
October 16, 2012	2										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								т			
Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287			
Check this box if no longer		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							January 31, 2005		
subject to Section 16. Form 4 or			Estimated burden hou response	average Jrs per							
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the H	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Sectio 940	on			
(Print or Type Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> Yeates William Lee			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
			GOLDEN STAR RESOURCES LTD [GSS]				(Check all applicable)				
(Last)	(First) (1	Middle)					X Director Officer (giv	er (give title Other (specify			
10901 W TOLLI 300	ER DRIVE, SUITE 10/15/2012 below)						below)				
((Street) 4. If Amendment, Date Original 6. Individ					r Joint/Group Filing(Check					
Filed								One Reporting Person Aore than One Reporting			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned		
	ansaction Date 1th/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on	n a separate line	for each cla	ass of secu	urities benet	ficially ow	ned directly o	or indirectly.				
					inforn requii	nation cont red to respo ays a curre	pond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)		
	Tabl					posed of, or convertible s	Beneficially Owned securities)	I			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Disposed of (I	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5))	(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Deffered Share Units	\$ 1.9662 (1)	10/15/2012		А	6,993.272		10/15/2012 <u>(2)</u>	(2)	Common Shares	6,993

Reporting Owners

Reporting Owner Name / Address				
1 0	Director	10% Owner	Officer	Other
Yeates William Lee 10901 W TOLLER DRIVE SUITE 300 LITTLETON, CO 80127	Х			
Signatures				

Roger Palmer for William L. Yeates / Pursuant to Power of Attorney

**Signature of Reporting Person

Date

10/16/2012

Explanation of Responses:

- * 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).

The reporting person has received an exempt award of deferred share units ("DSUs") under Golden Star Resources Ltd.'s (the

- (1) "Company") Deferred Share Unit Plan. Each DSU is the economic equivalent of one common share of the Company. The DSU's vested on the award date.
- (2) The DSUs will be settled in cash, common shares or a combination thereof following the reporting person's separation from service.
- (3) The number of DSUs allocated to the reporting person is calculated based on the volume-weighted average trading price of the Company's common shares on the NYSE MKT for the 20 trading days immediately preceding the award date, US\$1.9662.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.