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**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 March 2021

Commission File Number 001-12284

**GOLDEN STAR RESOURCES LTD.**

(Translation of registrant's name into English)

**333 Bay Street  
Suite 2400  
Toronto, Ontario  
M5H 2T6, 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):

**INCORPORATION BY REFERENCE**

Exhibit 99.1 included in this report on Form 6-K is hereby incorporated by reference in the Registration Statement and Form F-10 of the registrant (File No. 333-234005), as may be amended from time to time.

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**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: March 29, 2021

*(signed) Paul Thomson*

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Paul Thomson  
Executive Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description of Furnished Exhibit</u>
<a href="#">99.1</a>	<a href="#">News Release dated March 29, 2021 - Golden Star Announces Amendment of Agreement for the Sale of Bogoso-Prestea</a>



## Golden Star Announces Amendment of Agreement for the Sale of Bogoso-Prestea

TORONTO, March 29, 2021 /CNW/ - **Golden Star Resources Ltd. (NYSE American: GSS) (TSX: GSC) (GSE: GSR)** ("Golden Star" or the "Company") announces that, on March 28, 2021, the Company and its wholly owned subsidiary, Caystar Holdings ("Caystar"), entered into an agreement (the "Amending Agreement") with Future Global Resources Limited ("FGR") and its major shareholder, Blue International Holdings Limited ("BIH"), to amend the share purchase agreement dated July 26, 2020 relating to the sale of Golden Star's 90% interest in the Bogoso-Prestea Gold Mine ("Bogoso-Prestea") in Ghana to FGR, as supplemented by a letter agreement dated September 30, 2020 (the "Share Purchase Agreement"). All references herein to "\$" are to United States dollars.

The staged payments that form the deferred consideration, as outlined in the Share Purchase Agreement, have now been reprofiled to allow time for FGR to complete the environmental bonding process for Bogoso-Prestea and to bring forward the second deferred payment due in 2021 such that both staged payments will be made together on 31 May, 2021, some two months earlier than previously anticipated. The deferred consideration payments will now fall due as follows:

- The \$5 million payment that was due on March 30, 2021 will now be payable by no later than May 31, 2021;
- The \$10 million payment that was due to be paid on July 31, 2021 will be brought forward for payment by no later than May 31, 2021; and
- An amount of approximately \$4.6m (comprised of the working capital balancing payment of approximately \$4.3 million and fees of approximately \$0.3 million for services provided by Caystar to FGR pursuant to a transition agreement dated September 30, 2020) will continue to fall due by no later than July 31, 2021.

Pursuant to the terms of the Amendment Agreement, FGR will put in place a reclamation bond in respect of its environmental rehabilitation obligations for Bogoso-Prestea, and pay to the Environmental Protection Agency of Ghana (the "EPA") the amount agreed with the EPA by no later than March 30, 2021 or such later date (or dates, as applicable) as may be agreed between the EPA and FGR.

### Company Profile:

Golden Star is an established gold mining company that owns and operates the Wassa underground mine in the Western Region of Ghana, West Africa. Listed on the NYSE American,

the Toronto Stock Exchange and the Ghanaian Stock Exchange, Golden Star is focused on delivering strong margins and free cash flow from the Wassa mine. As the winner of the Prospectors & Developers Association of Canada 2018 Environmental and Social Responsibility Award, Golden Star remains committed to leaving a positive and sustainable legacy in its areas of operation.

## **Statements Regarding Forward-Looking Information**

Some statements contained in this news release are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and "forward looking information" within the meaning of Canadian securities laws and include but are not limited to, statements and information regarding: the date at which FGR puts in place a new reclamation bond with the EPA; and the receipt by Golden Star of the deferred consideration and/or contingent payment, and the potential amount and timing thereof. Generally, forward-looking information and statements can be identified by the use of forward-looking terminology such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", "believes" or variations of such words and phrases (including negative or grammatical variations) or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative connotation thereof. Investors are cautioned that forward-looking statements and information are inherently uncertain and involve risks, assumptions and uncertainties that could cause facts to differ materially. Such statements and information are based on numerous assumptions regarding present and future business strategies and the environment in which Golden Star will operate in the future, including the price of gold, anticipated costs and ability to achieve goals. Forward-looking information and statements are subject to known and unknown risks, uncertainties and other important factors that may cause the actual results, performance or achievements of Golden Star to be materially different from those expressed or implied by such forward-looking information and statements, including but not limited to: gold price volatility; discrepancies between actual and estimated production; mineral reserves and resources and metallurgical recoveries; mining operational and development risks; liquidity risks; suppliers suspending or denying delivery of products or services; regulatory restrictions (including environmental regulatory restrictions and liability); actions by governmental authorities; the speculative nature of gold exploration; ore type; the global economic climate; share price volatility; foreign exchange rate fluctuations; risks related to streaming agreements and joint venture operations; the availability of capital on reasonable terms or at all; risks related to international operations, including economic and political instability in foreign jurisdictions in which Golden Star operates; risks related to current global financial conditions including financial and other risks resulting from the impact of the COVID-19 global pandemic; actual results of current exploration activities; environmental risks; future prices of gold; possible variations in mineral reserves and mineral resources, grade or recovery rates; mine development and operating risks; an inability to obtain power for operations on favorable terms or at all; mining plant or equipment breakdowns or failures; an inability to obtain products or services for operations or mine development from vendors and suppliers on reasonable terms, including pricing, or at all; public health pandemics such as COVID-19, including risks associated with reliance on suppliers, the cost, scheduling and timing of gold shipments, uncertainties relating to its ultimate spread, severity and duration, and related adverse effects on the global economy and financial markets; accidents, labor disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; litigation risks; the quantum and timing of receipt of the proceeds from the sale by the Company of its interest in

Bogoso-Prestea; and risks related to indebtedness and the service of such indebtedness. Although Golden Star has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information and statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that future developments affecting the Company will be those anticipated by management. Please refer to the discussion of these and other factors in Management's Discussion and Analysis of financial conditions and results of operations for the year ended December 31, 2019 and in our annual information form for the year ended December 31, 2019 as filed on SEDAR at [www.sedar.com](http://www.sedar.com). The forecasts contained in this press release constitute management's current estimates, as of the date of this press release, with respect to the matters covered thereby. We expect that these estimates will change as new information is received. While we may elect to update these estimates at any time, we do not undertake any estimate at any particular time or in response to any particular event.

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**For further information:** please visit [www.gsr.com](http://www.gsr.com) or contact: Michael Stoner, Investor Relations and Business Development, +44 020 8167 7000, [investor@gsr.com](mailto:investor@gsr.com)

CO: Golden Star Resources Ltd.

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