

FORM 45-102F1
NOTICE OF INTENTION TO DISTRIBUTE SECURITIES UNDER SECTION 2.8 OF
MI 45-102 RESALE OF SECURITIES

Reporting issuer

1. Name of reporting issuer:
EURO Ressources S.A. (the "Issuer")

Selling security holder

2. Your name:
Golden Star Resources Ltd. ("Golden Star")
3. The offices or positions you hold in the reporting issuer:
Director of the Issuer. The Chief Financial Officer of Golden Star also serves as a director of the Issuer.
4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer?
No.
5. Number and class of securities of the reporting issuer you beneficially own:
21,392,248 common shares.

Distribution

6. Number and class of securities you propose to sell:
Up to 20,000,000 common shares.
7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name.
The securities may be sold privately and/or on the Toronto Stock Exchange and/or on EURONEXT (France).

Warning

It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date August 1, 2006.

GOLDEN STAR RESOURCES LTD.


Allan J. Marter
Chief Financial Officer