

QUEENSTAKE RESOURCES LTD

Form SC 13G

July 10, 2003





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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_\_\_) \*

QUEENSTAKE RESOURCES LTD.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

748310-10-9

(CUSIP Number)

July 1, 2003

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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\* 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).

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1

**NAME OF REPORTING PERSON**

**I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)**

AngloGold Limited

2

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**(a)**

**(b)**

3

**SEC USE ONLY**

4

**CITIZENSHIP OR PLACE OF ORGANIZATION**

The Republic of South Africa

5

**SOLE VOTING POWER**

0

6

**SHARED VOTING POWER**

22,400,000

7

**SOLE DISPOSITIVE POWER**

0

**NUMBER OF**

**SHARES**

**BENEFICIALLY**

**OWNED BY**

**EACH**

**REPORTING**

**PERSON**

**WITH**

8

**SHARED DISPOSITIVE POWER**

22,400,000

9

**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

22,400,000

10

**CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**(SEE INSTRUCTIONS)**

11

**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

9.2%

12

**TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)**

CO





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1

**NAME OF REPORTING PERSON**

**I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)**

AngloGold (Jerritt Canyon) Corp.

2

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**(a)**

**(b)**

3

**SEC USE ONLY**

4

**CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

5

**SOLE VOTING POWER**

0

6

**SHARED VOTING POWER**

22,400,000

7

**SOLE DISPOSITIVE POWER**

0

**NUMBER OF**

**SHARES**

**BENEFICIALLY**

**OWNED BY**

**EACH**

**REPORTING**

**PERSON**

**WITH**

8

**SHARED DISPOSITIVE POWER**

22,400,000

9

**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

22,400,000

10

**CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**(SEE INSTRUCTIONS)**

11

**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

9.2%

12

**TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)**

CO





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Item 1.

(a)

Name of Issuer: Queenstake Resources Limited

(b)

Address of Issuer's Principal Executive Offices: 712C 12th Street

New Westminster, B.C. V3M 4J6

Item 2.

(a)

Name of Person Filing: AngloGold Limited

(b)

Address of Principal Business Office: 11 Diagonal Street

Johannesburg, 2001  
South Africa

(c)

Citizenship: The Republic of South Africa

(d)

Title of Class of Securities: Common Stock

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(e)

CUSIP Number: 748310-10-9

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(a)

Name of Person Filing: AngloGold (Jerritt Canyon) Corp.

(b)

Address of Principal Business Office: 7400 E. Orchard Road, Suite 350  
Greenwood Village, Colorado 80111

(c)

Citizenship: Delaware

(d)

Title of Class of Securities: Common Stock

(e)

CUSIP Number: 748310-10-9

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c)

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).





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(d)

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e)

An investment adviser in accordance with 240.13d-1(b)(ii)(E).

(f)

An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F).

(g)

A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G).

(h)

A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).

(j)

Group, in accordance with 240.13d-1(b)(1)(ii)(J).

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Item 4. Ownership

(a)

Amount Beneficially Owned: 22,400,000

(b)

Percent of Class: 9.2%

(c)

Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote: 0

(ii) Shared power to vote or to direct the vote: 22,400,000

(iii) Sole power to dispose or to direct the disposition of: 0

(iv) Shared power to dispose or to direct the disposition of: 22,400,000

Item 5. Ownership of Five Percent or Less of a Class:

**If this statement is being filed to report the fact that as of the date hereof the reporting**

person has ceased to be the beneficial owner of more than five percent of the class of securities  
check the following.





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Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

See Exhibit 99.1

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of Group:

Not Applicable

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.





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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 10, 2003

ANGLOGOLD LIMITED

By:

/s/ J G Best

Signature

Jonathan Gourlay Best

Finance Director

Name/Title

Dated: July 10, 2003

ANGLOGOLD (JERRITT CANYON) CORP.

By:

/s/ D C Ewigleben

Signature

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Donald C Ewigleben

Vice President

Name/Title





INDEX TO EXIBITS

Exhibit No.	Exhibit
99.1	
Item 7 Information for AngloGold Limited and AngloGold (Jerritt Canyon) Corp.	
99.2	
Joint Filing Agreement	





EXHIBIT 99.1

ITEM 7 INFORMATION

AngloGold (Jerritt Canyon) Corp. is a wholly owned subsidiary of AngloGold

North America Inc., which is a wholly owned subsidiary of AngloGold USA Incorporated, which is a wholly owned subsidiary of AngloGold North American Holdings Limited, which is a wholly owned subsidiary of AngloGold American Investments Ltd, which is a wholly owned subsidiary of AngloGold Limited, the parent holding company.





EXHIBIT 99.2

**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, the undersigned agree to the joint filing of a Statement on Schedule 13G (including any amendments thereto) with respect to the shares of Common Stock of Queenstake Resources Ltd., and further agree that this Joint Filing Agreement be included as an Exhibit thereto. In addition, each party to this Agreement expressly authorizes each other party to this Agreement to file on its behalf any and all amendments to such Statement. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

The undersigned have executed this Agreement as of the 10<sup>th</sup> day of July 2003.

ANGLOGOLD LIMITED

By:

/s/ J G Best

Signature

Jonathan Gourlay Best

Finance Director

Name/Title

ANGLOGOLD (JERRITT CANYON) CORP.

By:

/s/ D C Ewigleben

Signature

Donald C. Ewigleben

Vice President

Name/Title