Edgar Filing: LITTLE SQUAW GOLD MINING CO - Form SC 13G

LITTLE SQUAW GOLD MINING CO Form SC 13G April 12, 2007

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 $(AMENDMENT\ NO.\)^1$

| <u>-</u> | Little Squaw Gold Mining Company | | | | |
|------------------|---|--|--|--|--|
| (Name of Issuer) | | | | | |
| | Common Shares | | | | |
| | (Title of Class of Securities) | | | | |
| _ | 537522104 | | | | |
| | (CUSIP Number) | | | | |
| _ | December 27, 2006 (Date of Event Which Requires Filing of this Statement) | | | | |
| · | | | | | |
| | | | | | |
| | | | | | |
| Check th | e appropriate box to designate the rule pursuant to which this Schedule is filed: | | | | |
| Rul | Rule 13d-1(b) | | | | |
| Rul | le 13d-1(c) | | | | |
| Rule | 13d-1(d) | | | | |
| | | | | | |
| | | | | | |

¹ 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 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*.)

CUSIP No. 537522104 13G Page 2 of 5 Pages

| 1) | Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only) Nicholas Gallagher | | | | | |
|--|---|-----|-------------------------------------|--|--|--|
| 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 Ireland | | | | | |
| Number of Shares Beneficially Owned by Each Reporting Person With: | | (5) | Sole Voting Power 4,350,000* | | | |
| | | (6) | Shared Voting Power 0 | | | |
| | | (7) | Sole Dispositive Power 4,350,000* | | | |
| | | (8) | Shared Dispositive Power 0 | | | |
| 9) | Aggregate Amount Beneficially Owned by Each Reporting Person *The reporting person owns 3,600,000 shares of common shares and Class C warrants exercisable for the purchase of 750,000 common shares. | | | | | |
| 10) | Check If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) [] | | | | | |
| 11) | Percent of Class Represented by Amount in Row (9) 14.2091%** **Based on 29,864,172 outstanding shares December 31, 2006, plus 750,000 commn shares in aggregate underlying convertible securities which are beneficially owned by the reporting person and included pursuant to Rule 13d-3(d)(1)(i) of the Act. | | | | | |
| 12) | Type of Reporting Person (See Instructions) IN | | | | | |

CUSIP No. 537522104 Page 3 of 5 Pages

Edgar Filing: LITTLE SQUAW GOLD MINING CO - Form SC 13G

| Item | Name of Issuer: | | | | | | |
|-------------------|--|---|--|--|--|--|--|
| 1 (a) | a) Little Squaw Gold Mining Company | | | | | | |
| Item | Address of Issuer's Principal Executive Offices: | | | | | | |
| 1 (b) | 342 S. Lincoln Drive | | | | | | |
| | Spokane, Washington 99203 | | | | | | |
| Item 2 (a) | Name of Person Filing: | | | | | | |
| | Nicholas Gallagher | | | | | | |
| Item 2 (b) | Address of Principal Business Office or, if none, Residence: | | | | | | |
| | 5 Churchfields, The K Club Straffan, Kildare Ireland | | | | | | |
| Item 2 (c) | Citizenship: | | | | | | |
| 2 (0) | Ireland | | | | | | |
| Item 2 (d) | Title of Class of Securities: | | | | | | |
| 2 (u) | Common Shares | | | | | | |
| Item 2 (e) | CUSIP Number: | | | | | | |
| | N/A | | | | | | |
| Item 3. | If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a: | | | | | | |
| | (a) | Broker or dealer registered under Section 15 of the Act. | | | | | |
| | (b) | Bank as defined in Section 3(a)(6) of the Act. | | | | | |
| | (c) | Insurance company as defined in Section 3(a)(19) of the Act. | | | | | |
| | (d) | Investment company registered under Section 8 of the Investment Company Act. | | | | | |
| | (e) | An investment adviser in accordance with Rule 13d-1(b)(1) (ii)(E); | | | | | |
| | (f) | An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F); | | | | | |
| | (g) | A parent holding company, in accordance with Rule 13d-1(b)(ii)(G); | | | | | |
| | (h) | A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act; | | | | | |
| | (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; | | | | | |
| | (j) | Group, in accordance with Rule 13d-1(b)(1)(ii)(J). | | | | | |
| | | If this statement is filed pursuant to Rule 13d-1(c), check this box. | | | | | |

CUSIP No. 537522104 13G Page 4 of 5 Pages

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities identified in Item 1.

(a) Amount beneficially owned:

See Item 9 on the cover page

(b) Percent of Class:

See Item 11 on the cover page

- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote:
 - (ii) Shared power to vote or direct the vote:
 - (iii) Sole power to dispose or to direct the disposition of:
 - (iv) Sole power to dispose or to direct the disposition of:

See Items 5-8 on cover page

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

If the 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

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

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

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

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

| CUSIP No. 537522104 | 13G | Page 5 of 5 Pages | | | | | | |
|---|---|-------------------|--|--|--|--|--|--|
| SIGNATURE After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct. | | | | | | | | |
| | March 20, 2007 (Date) /s/ Nicholas Gallagh Nicholas Gallagher (Signature) | | | | | | | |