

GOLD FIELDS LTD

Form 6-K

June 17, 2010

**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16**

**of the Securities Exchange Act of 1934**

For the month of June 2009

Commission File Number 1-31318

**Gold Fields Limited**

(Translation of registrant's name into English)

150 Helen Rd.

Sandown, Sandton 2196

South Africa

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F..x... 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): \_\_\_\_\_

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ..... No ..x...

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- \_\_\_\_\_

Gold Fields Limited  
(Reg. No. 1968/004880/06)  
(Incorporated in the Republic of South Africa)  
("Gold Fields" or "the Company")  
JSE, NYSE, DIFX Share Code: GFI  
ISIN Code: ZAE000018123

## **DEALING IN SECURITIES BY DIRECTORS**

In compliance with paragraph 3.63 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Messrs DMJ Ncube and CI von Christierson, non-executive directors of Gold Fields Limited, have sold their shares (Performance Vesting Restricted Shares ("PVRS")) which were awarded to them in terms of *The Gold Fields Limited 2005 non-executive Share Plan*.

Details of the transactions are set out below:

**Mr DMJ Ncube**

**Mr CI von Christierson**

Nature of  
transaction

On market sale of  
shares

On market sale of  
shares

Transaction Date

07 June 2010

15 June 2010

Number of Shares

800

1,900

Class of Security

Ordinary shares

Ordinary shares

Price per Share

R106.10

R104.00

Total Value

R84,880.00

R197,600.00

Vesting Period

The award vests on  
the third anniversary  
following the grant  
date

The award vests on the  
third anniversary  
following the grant  
date

Nature of interest

Direct and Beneficial

Direct and Beneficial

In terms of paragraph 3.66 of the Listings requirements clearance for Messrs DMJ Ncube and CI von Christierson to deal in the above securities has been obtained.

17 June 2010

Sponsor:

JP Morgan Equities Limited

**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.

Date: 17 June 2009

**GOLD FIELDS LIMITED**

By:

Name: Mr W J Jacobsz

Title: Senior Vice President: Investor  
Relations and Corporate Affairs