

GOLD FIELDS LTD

Form 6-K

December 05, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K

**Report of Foreign Private Issuer**

**Pursuant to Rules 13a-16 or 15d-16 under**

the Securities Exchange Act of 1934

Dated 5 December 2013

Commission File Number: 001-31318

**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

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): \_\_\_\_\_

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 AND PRESCRIBED OFFICERS OF  
GOLD FIELDS LIMITED AND MAJOR SUBSIDIARIES**

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr NJ Holland a director of Gold Fields Limited, Mr PA Schmidt a director of Gold Fields Limited, Mr MD Fleischer a director of a major subsidiary Gold Fields, Mr JH Pauley director of a major subsidiary Orogen Holdings BVI Limited, Mr A Baku, director of a major subsidiary Gold Fields Ghana Limited, Mr KFL Moabelo, director of a major subsidiary Gold Fields Operations Limited, and Ms TL Harmse, Company Secretary of Gold Fields Limited, all sold some or all of their Bonus Shares ("BS") which were awarded to them in terms of the Gold Fields Limited 2012 Share Plan, as amended.

Bonus Shares are linked to the annual bonus whereby the equivalent of two-thirds of the cash bonus is granted in Bonus Shares. Details of the transaction are set out below:

**Name**

**NJ Holland**

Nature of transaction

Off market vesting of shares in terms of the above scheme

Transaction Date

04 December 2013

Number of Shares

36,950

Class of Security

Ordinary shares

Market Price per share

R39.8989

Total Value

R1,474,264.35

Vesting Period

Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.

Nature of interest

Direct and Beneficial

**Name**

**PA Schmidt**

Nature of transaction

On market sale of shares in terms of  
the above scheme

Transaction Date

04 December 2013

Number of Shares - sold

15,676

Class of Security

Ordinary shares

Market Price per share

R39.8373

Total Value

R624,489.51

Vesting Period

Bonus Shares vest in equal parts on

9 months and 18 months of the Grant

Date.

Nature of interest

Direct and Beneficial

**Name**

**JH Pauley**

Nature of transaction

On market sale of shares in terms  
of the above scheme

Transaction Date

4 December 2013

Number of Shares - sold

5,214

Class of Security

Ordinary shares

Market Price per share

R38.6831

Total Value

R201,693.68

Vesting Period

Bonus Shares vest in equal parts  
on 9 months and 18 months of the  
Grant Date.

Nature of interest

Direct and Beneficial

**Name**

**A Baku**

Nature of transaction

On market sale of shares in terms  
of the above scheme

Transaction Date

4 December 2013

Number of Shares - sold

6,726

Class of Security

Ordinary shares

Market Price per Share

R38.6831

Total Value

R260,182.53

Vesting Period

Bonus Shares vest in equal parts  
on 9 months and 18 months of the  
Grant Date.

Nature of interest

Direct and Beneficial

**Name**

**KFL Moabelo**

Nature of transaction

Off market vesting of shares in  
terms of the above scheme

Transaction Date

4 December 2013

Number of Shares

10,677

Class of Security

Ordinary shares

Market Price per Share

R39.8989

Total Value

R426,000.55

Vesting Period

Bonus Shares vest in equal parts  
on 9 months and 18 months of the  
Grant Date.

Nature of interest

Direct and Beneficial

**Name**

**MD Fleischer**

Nature of transaction

Off market vesting of shares in terms of the above scheme

Transaction Date

4 December 2013

Number of Shares

13,069

Class of Security

Ordinary shares

Market Price per Share

R39.8989

Total Value

R521,438.72

Vesting Period

Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.

Nature of interest

Direct and Beneficial

**Name**

**TL Harmse**

Nature of transaction

On market sale of shares in terms of the above scheme

Transaction Date

4 December 2013

Number of Shares - sold

2,832

Class of Security

Ordinary shares

Market Price per Share

R39.1265

Total Value

R110,806.24

Vesting Period

Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.

Nature of interest

Direct and Beneficial

In terms of paragraph 3.66 of the Listings requirements the necessary clearance to deal in the above securities has been obtained.

05 December 2013

Sponsor:

JP Morgan Equities South Africa (Pty) Ltd



**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 authorised.

GOLD FIELDS LIMITED

Dated: 5 December 2013

By:

/s/ Nicholas J. Holland

Name: Nicholas J. Holland

Title: Chief Executive Officer