

GOLD FIELDS LTD

Form 6-K

September 09, 2014

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 09 September 2014

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):

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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):

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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**

## **DEALINGS IN SECURITIES**

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 JH Pauley a director of a major subsidiary Gold Fields Orogen BVI Limited, Mr NA Chohan and Ms LN Samuel directors of Gold Fields Operations Limited & GFI Joint Venture Holdings (Pty) Limited, Mr R Weston a director of a major subsidiary Gold Fields Australasia (Pty) 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, and / or the Gold Fields Limited 2005 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.

**PVRS** are conditionally awarded and the actual number of PVRS which should be settled to a participant three years after the original award date is determined by the company's performance measured against the performance of five other major gold mining companies (the peer group) based on the relative change in the Gold Fields share price compared to the basket of respective US dollar share prices of the peer group. The number of shares to be settled will range from 0% to 300% of the conditional award.

### **Name**

**NJ Holland**

Nature of transaction

Off market vesting of shares in terms of the above scheme

Transaction Date

03 September 2014

Number of Shares

36,951

Class of Security

Ordinary shares

Market Price per share

R49.6426

Total Value

R1,834,343

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 September 2014

Number of Shares - sold

15,677

Class of Security

Ordinary shares

Market Price per share

R50.6066

Total Value

R793,359

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 September 2014

Number of Shares - sold

15,677

Class of Security

Ordinary shares

Market Price per share

R50.7203

Total Value

R795,142

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**

**NA Chohan**

Nature of transaction

On market sale of shares in terms

of the above scheme

Transaction Date

4 September 2014

Number of Shares - sold

2,571

Class of Security

Ordinary shares

Market Price per Share

R50.6066

Total Value

R130,109

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**

**NA Chohan**

Nature of transaction  
Off market vesting of shares in  
terms of the above scheme

Transaction Date  
4 September 2014

Number of Shares  
3,552

Class of Security  
Ordinary shares  
Market Price per Share

R49.6426

Total Value  
R176,330

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**

**LN Samuel**

Nature of transaction  
On market sale of shares in terms  
of the above scheme

Transaction Date  
4 September 2014

Number of Shares - sold  
1,427

Class of Security  
Ordinary shares  
Market Price per Share

R50.6066

Total Value  
R72,215

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**

**LN Samuel**

Nature of transaction

Off market vesting of shares in  
terms of the above scheme

Transaction Date

4 September 2014

Number of Shares

1,972

Class of Security

Ordinary shares

Market Price per Share

R49.6426

Total Value

R97,895

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**

**R Weston**

Nature of transaction

On market sale of shares in terms  
of the above scheme

Transaction Date

4 September 2014

Number of Shares – sold

13,392

Class of Security

Ordinary shares

Market Price per Share

R50.6066

Total Value

R677,723

Vesting Period

Bonus Shares vest in equal parts  
on 12 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 September 2014

Number of Shares - sold

2,832

Class of Security

Ordinary shares

Market Price per Share

R50.6066

Total Value

R143,317

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 September 2014

Number of Shares - sold

819

Class of Security

Ordinary shares

Market Price per Share

R50.6066

Total Value

R41,446

Vesting Period

The award vests on the third  
anniversary following 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 September 2014

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: 09 September 2014

By:

/s/ Nicholas J. Holland

Name:

Nicholas J. Holland

Title:

Chief Executive Officer