

GOLD FIELDS LTD  
Form 6-K  
May 06, 2004





**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 May 2004

Commission File Number 1-31318

**Gold Fields Limited**

(Translation of registrant's name into English)

24 St. Andrews Rd.

Parktown, 2193

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-

\_\_\_\_\_





**Quarter Ended 31 March 2004**

**-Unaudited-**

**Q3 F2004**

**GOLD FIELDS DELIVERS STRONG PERFORMANCE**

**WITH 20 PER CENT JUMP IN OPERATING PROFIT**

JOHANNESBURG. 6 May 2004 - Gold Fields Limited (NYSE & JSE: GFI) today announced March 2004 quarter net earnings of R255 million (51 cents per share) compared with net earnings of R277 million (57 cents per share) in the December 2003 quarter and R805 million (171 cents per share) for the March quarter of 2003. In US dollar terms the March 2004 quarter net earnings were US\$38 million (US\$0.07 per share) compared with US\$42 million (US\$0.09 per share) in the December 2003 quarter and US\$93 million (US\$0.20 per share) for the March quarter of 2003. Attributable gold production for the March 2004 quarter was 1.033 million ounces compared with 1.045 million ounces in the December 2003 quarter. March 2004 quarter highlights included:

- Operating profit up 20 per cent to R656 million (US\$96 million);
- Recovery in operating margin from 19 per cent to 22 per cent, (South African operations from 7 per cent to 14 per cent);
- Attributable gold production virtually unchanged at 1.033 million ounces, despite extended Christmas break;
- Total cash costs were flat quarter on quarter at R67,528 per kilogram and US\$309 per ounce;
- International growth strategy progressing well with major growth projects in Ghana, Australia, Peru and Finland on track;
- International operations are debt free; and
- Successful conclusion of the Mvelaphanda transaction leaves Gold Fields in a strong financial position which will enable growth projects to be funded internally.

Ian Cockerill, Chief Executive Officer of Gold Fields said: "Despite the tough operating environment during the March 2004 quarter, Gold Fields has produced satisfactory results. The ongoing repositioning of our South African operations, to improve grades and reduce costs, has contributed to significant margin expansion. I fully expect this trend to continue." "These results reflect our focus on delivering value to shareholders. We continue to implement our strategy to build a high quality, internationally diverse, gold company that is optimally managed for sustainable earnings growth." "Our plans for international growth and diversification remain on track, rooted in our proven ability to add value to current and new assets. The organic growth projects at our Ghana and Australia operations, as well as the planning and feasibility work for our Arctic Platinum Project in Finland are progressing to plan. Although certain conditions are still outstanding on the acquisition of Cerro Corona in Peru, we are proceeding towards closure. We have also made significant progress in our exploration programmes in Africa, Asia, China and the Americas." "In addition, during the quarter, MMC Norilsk acquired a 20 per cent interest in Gold Fields from Anglo American plc. After preliminary discussions with Norilsk it has been agreed to explore the potential for co-operation with regards to our respective gold assets."

**STOCK DATA**

Number of shares in issue

- at 31 March 2004

**491,320,299**

- average for the quarter

**491,254,653**

Free Float

**100%**

ADR Ratio

**1:1**

Bloomberg / Reuters

**GFISJ / GFLJ.J**

**JSE SECURITIES EXCHANGE**

**SOUTH AFRICA- (GFI)**

Range - Quarter

**ZAR77.41 - ZAR102.60**

Average Volume - Quarter

**1,338,000 shares / day**

**NYSE - (GFI)**

Range - Quarter

**US\$11.50 - US\$14.91**

Average Volume - Quarter

**1,447,900 shares / day**

**INVESTOR RELATIONS**

Europe & South Africa

Willie Jacobsz

Nerina Bodasing

Tel : +27 11 644-2460

Tel : +27 11 644-2630

Fax: +27 11 484-0639

Fax : +27 11 484-0639

E-mail:

investors@goldfields.co.za

North America

Cheryl A. Martin

Tel:

+1 303 796-8683

Fax:

+1 303 796-8293

E-mail:

camartin@gfexpl.com

www.goldfields.co.za

www.gold-fields.com

SA Rand

**S a l i e n t f e a t u r e s**

US Dollars

**Nine months to**

**Quarter**

**Quarter**

**Nine months to**

March

2003

March

2004

March

2003

Dec

2003

March

2004



March		
2004		
Dec		
2003		
March		
2003		
March		
2004		
March		
2003		
102,433	96,910	33,340
32,480	32,131	kg
Gold produced*		
oz (000)		
1,033		
1,045		
1,072	3,116	3,293
61,263	67,360	60,709
66,991	67,528	R/kg
Total cash costs		
\$/oz	309	
308		
225	299	200
32,063	34,952	10,792
11,640	11,815	000
Tons milled		
000	11,815	
11,640		
10,792	34,952	32,063
100,302	86,630	95,068
84,842	88,887	R/kg
Revenue		
\$/oz	407	
390		
353	395	328
216	202	201
202	199	
R/ton		
Operating costs		
\$/ton	29	
30		
24	29	23
4,023	1,770	1,126
545	656	Rm
Operating profit		
\$m	96	
80		
135	253	423
2,164	953	805
277	255	Rm
\$m	38	

42		
93	136	228
459	197	171
57	51	
SA c.p.s.		
Net earnings		
US c.p.s.		
7		
9		
20	28	48
1,899	634	644
249	221	Rm
\$m	33	
36		
75	91	200
403	131	136
51	45	
SA c.p.s.		
Headline earnings		
US c.p.s.		
7		
7		
16	19	42
1,785	485	476
111	238	Rm
\$m	34	
17		
58	69	188
378	100	101
23	48	
SA c.p.s.		
Net earnings excluding gains and losses on financial instruments and foreign debt net of cash and exceptional items		
US c.p.s.		
7		
3		
12	14	40

\*Attributable - All companies wholly owned except for Ghana (71.1%).

NEWS RELEASE

Q3 F2004 RESULTS





1 Q3F2004

**Overview**

As anticipated, largely due to the Christmas break at the South African operations, the Group's attributable gold production for the March quarter at 1.03 million ounces was 1 per cent below that of the December quarter.

Total cash costs in the March quarter were virtually unchanged at R67,528 per kilogram despite lower production and the impact of translating Australia's costs at a stronger Australian dollar. Total cash costs in US\$ terms at \$309 per ounce also tracked the previous quarter, with the rand/dollar exchange rate being stable at R6.79 compared with R6.76 in the previous quarter.

Net earnings excluding gains and losses on financial instruments and foreign debt net of cash and exceptional items were slightly more than double the previous quarter due to the 20 per cent increase in operating profit.

Net earnings were 8 per cent below the December 2003 quarter, at R255 million (US\$38 million). This was due to a reduction in gains from financial instruments and an increase in finance costs associated with an unrealised exchange loss on Euro's held offshore. The aggregated effect of these two items more than offset the 20 per cent increase in operating profit achieved for the quarter due to the increased gold price and reduced costs.

**H e a l t h a n d s a f e t y**

During the quarter the lost day injury frequency rate at the operations improved from 15.4 to 13.8, the serious injury frequency rate improved from 7.9 to 6.5 and the fatal injury frequency rate improved from 0.37 to 0.15. This is an excellent achievement. Beatrix achieved a million fatality free shifts during the quarter with Beatrix 4 shaft achieving one year without a fatality on 23 January 2004. This achievement is a first for a senior operations manager in the Group. In addition, Damang mine in Ghana recorded one year without any lost day injuries, also on 23 January.

**F i n a n c i a l R e v i e w**

Q u a r t e r e n d e d 3 1 M a r c h 2 0 0 4 c o m p a r e d w i t h q u a r t e r e n d e d 3 1 D e c e m b e r 2 0 0 3

**REVENUE**

Revenue was 4 per cent higher than the previous quarter at R3,028 million (US\$444 million). It compared with R2,923 million (US\$431 million) in the December quarter. This was due to a higher rand gold price as a consequence of a 4 per cent increase in the average US dollar gold price from US\$390 per ounce to US\$407 per ounce in the March quarter. The average Rand/US dollar exchange rate remained virtually unchanged at 6.79. The resultant rand gold price of R88,887 per kilogram was 5 per cent higher than the R84,842 per kilogram achieved last quarter. The higher gold price was partly offset by the lower gold sales of 34,069 kilograms (1,095,300 ounces) compared with 34,451 kilograms (1,107,600 ounces) last quarter.

**OPERATING COSTS**

Operating costs at R2,351 million (US\$345 million) for the quarter were marginally lower than the previous quarter's costs of R2,355 million (US\$347 million). At the South African operations, costs decreased 3 per cent compared with the previous quarter. This was in line with the slightly lower production levels at Kloof and Beatrix as a result of the Christmas break. At Driefontein, costs decreased 2 per cent despite the 6 per cent increase in production. Last quarter's costs included opening up of additional areas as a result of the underground fires. The lower costs at the South African operations also reflect the positive impact of cost reduction strategies. However, these lower costs were offset by the increase in costs at the international operations. This increase was mainly due to translating costs at the Australian operations at a stronger Australian dollar. Ghana's costs increased this quarter in line with the higher volumes mined, associated with accelerated stripping to provide greater flexibility.

**OPERATING PROFIT MARGIN**

The net effect of the higher revenue and lower costs, was an increase in operating profit from R545 million (US\$80 million) in the December quarter to R656 million (US\$96 million) this quarter.

The operating margin for the Group increased to 22 per cent for the current quarter from 19 per cent in the previous quarter. This was due to an increase in margins at the South African operations from 7 per cent in the previous quarter to 14 per cent in the March quarter. The increase at the South African operations resulted from the higher gold price and lower costs despite the fact that production was only 90 kilograms lower than the previous quarter. The margin at the international operations decreased from 38 per cent last quarter to 34 per cent this quarter. The reduction was due to lower production at St Ives associated with a mill shutdown and less material toll treated.

**AMORTISATION**

Amortisation was slightly lower than the previous quarter at R298 million (US\$44 million), in line with the decreased production.

#### ACCOUNTING FOR THE MVELA TRANSACTION

The net proceeds of R4,107 million (R4,139 million less R32 million of costs) from the Mvela loan was accounted for as two components. The first is the debt component of the Mvela loan of R1,653 million, which is the present value of the future interest payments determined at a fixed half yearly rate of 10.56 per cent. The debt component is shown under long-term and current portion of long-term loans in the balance sheet. The balance of R2,454 million was accounted for as the equity component of the Mvela loan. The equity component is shown under shareholders' equity in the balance sheet.

Due to the difference between the accounting and taxation treatment of the Mvela loan a deferred taxation asset of R677 million was recognised with the corresponding credit included with the equity component of the Mvela loan. The deferred taxation asset will be charged to earnings as the loan is repaid.

#### FINANCIAL INSTRUMENTS AND DEBT

Exchange losses on foreign debt and cash amounted to R34 million (US\$5 million) compared with a gain of R60 million (US\$8 million) last quarter. Included in this loss is an amount of R31 million (US\$4 million) due to an unrealised exchange loss on Euro funds held offshore. The Euro's resulted from an offshore share placement conducted late last year, which realised US\$217 million net of costs. These funds were redenominated into Euro's. The loss has resulted from the weakening of the Euro against the US dollar from 1.25 to 1.23 over the quarter. In the December quarter the gain on these Euro's amounted to R65 million (US\$9 million) as the Euro strengthened against the US dollar from 1.20, being the value at the date of the original conversion from US dollar into Euro's, to the December closing rate of 1.25 to the US dollar. The balance of the loss on foreign debt and cash was a small exchange loss on the repayment of the Australian debt outstanding at the end of December of US\$11 million. This loss amounted to R3 million (US\$1 million), which was similar to last quarter.

The gain on the financial instruments for the quarter amounted to R44 million (US\$7 million) compared with R120 million (US\$17 million) earned last quarter. Included in this quarter are gains on the Australian financial instruments of R98 million (US\$15 million), offset by losses on the Tarkwa forward purchases of R25 million and a marked to market loss of R29 million (US\$4 million) as a result of an interest rate swap executed in relation to the Mvela loan, all explained in more detail below.

As previously reported, the Australian operations established currency financial instruments to protect their underlying cash flows against a possible strengthening of the Australian dollar against the United States dollar. Gains on these financial instruments amounted to R98 million (US\$15 million) in the current quarter as detailed below, compared with R143 million (US\$20 million) in the previous quarter. The gain in the previous quarter was a result of the Australian dollar strengthening against the US dollar, from 68.14 cents at the end of the September 2003 quarter to 73.41 cents at the end of the December quarter 2003. The closing rate at the end of the March quarter was 75.15 US cents to the Australian dollar.

On 7 January 2004, Gold Fields Australia closed out the Australian dollar/US dollar currency financial instruments. The existing forward purchases of Australian dollars and the put and call options were closed out by entering into equal and opposite transactions to the same maturity dates of the original translation. The close out of the outstanding open position of US\$275 million was at an average spot rate of 0.7670 US\$/AU\$. These transactions locked in gross profit amounting to US\$116 million and the underlying cash receipts were deferred to match the maturity dates of the original transactions. The present value of this gross profit amounted to US\$112 million. An amount of US\$103 million had already been accounted for in the marked to market valuation up until the end of December 2003. During the quarter the scheduled closure of US\$12.5 million of the overall position, thus reducing it to US\$275 million, resulted in a profit of US\$5 million and this, together with the crystallisation of the profit above, resulted in a net gain of US\$14 million (R98 million).

In order that the Group is able to participate in further Australian dollar appreciation a strip of quarterly maturing Australian dollar/US dollar call options were purchased in respect of an amount of US\$275 million of which the value dates and amounts match those of the remaining period of the original structure. The Australian dollar call options resulted in a premium of US\$8.3 million based on a strike price of 0.7670 US\$/AU\$. The payments were also deferred to match the maturity dates of the original structure. The options are valued on a marked to market basis.

The gain on the above financial instruments was partially offset by an unrealised loss of R25 million (US\$4 million) on the rand/US dollar forward cover of US\$50 million. These forward purchases are to hedge the Group's commitment in respect of the Tarkwa mill and owner mining projects approved at US\$159 million, to the extent that these projects are funded from South African sources. In the December quarter the unrealised loss amounted to R23 million (US\$3 million). The weighted average forward rate in respect of the forward cover is R8.43 to the US dollar and maturity is on 3 June 2004. The marked to market







Q3F2004 2

value of this forward purchase at the end of the quarter was a negative R89 million (US\$14 million negative). The balance of negative R29 million (US\$4 million) is the marked to market loss as a result of an interest rate swap in respect of the Mvela loan. The interest rate exposure on the Mvela loan was converted from a fixed rate of 10.56 per cent nominal annual compound semi-annually to a floating rate, being the three month Jibar rate, by concluding an interest rate swap over the life of the loan. Full details of this and other financial instruments are given on page 11 of this report.

#### EXPLORATION AND OTHER

Exploration expenditure increased, from R35 million (US\$5 million) in the December quarter to R44 million (US\$7 million) in the March quarter, largely as a result of planned increased activity. The increase in other income of R22 million (US\$3 million) relates mainly to shares received in offshore exploration companies in exchange for joint venture exploration interests, the market value of which has been included in income.

#### EXCEPTIONAL ITEMS

Profit before taxation and exceptional items decreased 7 per cent to R345 million (US\$51 million) compared with R370 million (US\$54 million) posted in the December 2003 quarter. This was mainly due to the net loss on foreign debt and cash as well as reduced gains on financial instruments, described earlier, which more than offset the increase in operating profit. Exceptional items amounted to R21 million (US\$3 million) and includes the sale of the remaining shares of 1,003,000 in Harmony Gold Mining Company Limited and the remaining 485,000 shares held in Committee Bay Resources Limited, resulting in a profit of R47 million (US\$7 million). This was partly offset by the write off of mineral rights amounting to R25 million (US\$4 million). This write off arises from the introduction of the Mineral and Petroleum Resources and Development Act, 2002 (Act No. 28 of 2002), which was declared effective on 1 May 2004.

#### TAXATION

Taxation at R64 million (US\$9 million) compared with R84 million (US\$12 million) for the previous quarter. This was mainly due to reduced gains on the financial instruments.

#### EARNINGS

As a result of the above, net earnings, after accounting for minority interests, were R255 million (US\$38 million) or 51 SA cents per share (US\$0.07 per share), compared with R277 million (US\$42 million) or 57 SA cents per share (US\$0.09 per share) in the previous quarter.

Headline earnings i.e. net earnings less the net after tax effect of asset sales and the sale of investments, amounted to R221 million (US\$32 million) or 45 SA cents per share (US\$0.07) compared with R249 million (US\$36 million) or 51 SA cents per share (US\$0.07) last quarter. The main reason for this decrease was the exchange loss on foreign debt and cash together with the lower gains on financial instruments.

Earnings, excluding exceptional items as well as the net gains on financial instruments and foreign debt net of cash after taxation, amounted to R238 million (US\$34 million) or 48 SA cents per share (US\$0.07 per share) as compared with R110 million (US\$17 million) or 23 SA cents per share (US\$0.03 per share) achieved last quarter. This improvement reflects the 20 per cent increase in operating profit.

#### CASH FLOW

Operating cash flow for the quarter was R528 million (US\$77 million), compared with operating cash flow in the December quarter of R677 million (US\$96 million). The decrease is mainly due to an increase in taxation paid of R68 million (US\$9 million).

An interim dividend of R197 million (US\$29 million) was paid during the quarter. No dividend was paid in the previous quarter.

Capital expenditure was R749 million (US\$109 million) as compared with R662 million (US\$97 million) in the December 2003 quarter. The increase is mainly due to increased expenditure on growth projects in Ghana and Australia. R153 million (US\$28 million) was expended at the South African operations. This is a decrease of R99 million (US\$11 million) when compared with the previous quarter due to the deferral/cut back of non-essential capital expenditure without negatively impacting on key capital projects. The Australian operations incurred capital expenditure of R269 million (A\$57 million), the majority on development of existing projects and exploration to increase the ore reserve base at those operations. The mill project at St Ives commenced this quarter and accounted for R91 million (A\$19 million) of this expenditure. At the Ghanaian operations, capital expenditure amounted to R282 million (US\$46 million), the majority at Tarkwa on the mill and owner mining projects, which amounted to R263

million (US\$43 million) as compared with R153 million (US\$23 million) the previous quarter. Expenditure to date on these projects amounts to R475 million (US\$73 million), leaving a balance of US\$86 million to completion. Major projects are still forecast to be in line with approved votes except for a possible small over expenditure on the mill project at Tarkwa, which will depend on currency moves over the next few months. During the quarter the proceeds from the sale of Driefontein's 1C11 block amounting to R315 million (US\$45 million) was received.

Cash flows from financing activities include the proceeds from the Mvela transaction of R3.8 billion (US\$543 million). This receipt is net of the Mvela shares subscribed for of R100 million (US\$15 million) and the redeemable preference shares of R200 million (US\$29 million) and transaction costs of R32 million (US\$ 5 million). Outstanding foreign debt of US\$14 million (R100 million) was repaid during the quarter and the offshore operations are now debt free.

Net cash inflow for the quarter including the above was R3,684 million (US\$527 million). The cash balance at the end of the March 2004 quarter was R4,701 million (US\$721 million) as compared with R1,104 million (US\$161 million) at the end of the December 2003 quarter.

Quarter ended 31 March 2004  
compared with quarter ended  
31 March 2003

Attributable gold production decreased by 4 per cent to 1,033,000 ounces in the March 2004 quarter compared with 1,072,000 ounces in the March 2003 quarter. The decrease in production was due to lower underground and surface yields at the South African operations. This was partly offset by the excellent results achieved at the international operations, where attributable production year on year is up 10 per cent from 308,000 ounces to 338,000 ounces. Revenue decreased 10 per cent in rand terms (increased 12 per cent in US dollar terms) from R3,352 million (US\$397 million) to R3,028 million (US\$444 million). This was due to a reduction in the rand gold price achieved from R95,068 per kilogram (US\$353 per ounce) in the March 2003 quarter to R88,887 per kilogram (US\$407 per ounce) in the March 2004 quarter and the lower production. Group operating costs in rand terms increased by 8 per cent or R179 million (US\$89 million). At the South African operations operating costs increased by 6 per cent or R89 million (US\$60 million) slightly lower than the wage increases. The increase at the international operations amounted to 15 per cent, from R617 million (US\$74 million) to R707 million (US\$104 million). This increase results from the increased levels of production in Australia and the increase in waste mined to improve mining flexibility at Tarkwa. Added to this is the effect of translating costs at the Australian operations at a 5 per cent weaker Rand, which weakened from an average of 4.95 to 5.19 Rand to the Australian dollar in comparative periods. This was offset partially by translating costs at Ghana into South African rand at a 19 per cent stronger Rand/US dollar exchange rate than the corresponding quarter in the previous year. The average exchange rate strengthened from R8.38 to the US dollar in the March 2003 quarter to R6.79 in the current quarter.

Operating profit at R656 million (US\$96 million) for the March 2004 quarter compares to R1,126 million (US\$135 million) for the March 2003 quarter as a result of the above.

Profit before tax amounted to R365 million (US\$54 million) compared with R1,214 million (US\$141 million) in the March 2003 quarter. The decrease in the profit was due to the lower operating profit described above as well as the following items. The gain on financial instruments reduced from R185 million (US\$19 million) to R44 million (US\$7 million); net interest and investment income was negative R4 million (US\$1 million) in the current quarter compared with a positive R41 million (US\$5 million) in the March 2003 quarter; exchange gains and losses reduced from a R55 million (US\$6 million) gain to a loss of R34 million (US\$5 million) in the current quarter and exceptional items reduced from R177 million (US\$19 million) to R21 million (US\$3 million) this quarter, due to lower profit on the sale of shares, offset partially by the lower amortisation of R298 million (US\$44 million) in line with the lower production.

Earnings decreased from R805 million (US\$93 million) in the March 2003 quarter to R255 million (US\$38 million) in the March 2004 quarter.

Ninemonths ended 31 March 2004  
compared with ninemonths ended  
31 March 2003

Attributable gold production decreased 5 per cent from 3,293,000 ounces to 3,116,000 as a result of lower grades at the South African operations and the sale of St Helena. St Helena accounted for 43,700 of these ounces. Gold output from Kloof and Driefontein decreased by 100,000 ounces each. This was partly offset by the increased production of 9 per cent from the international operations.

Revenue decreased by 18 per cent in rand terms (increased 11 per cent in US dollar terms) from R10,922 million (US\$1,149 million) to R8,904 million (US\$1,272 million) due to the decrease in production and the decrease in the gold price from R100,302 per kilogram (US\$328 per ounce) to R86,630 per kilogram (US\$385 per ounce) for the nine months ended 31 March 2004.

Operating costs increased 2 per cent compared with the prior year period at R7,047 million (US\$1,007 million). However, due to the lower production, the unit cost increased 11 per cent to R67,528 per kilogram as compared with R60,709 per kilogram in the prior period. The increase at the South African operations of 9 per cent was offset by the lower costs at the International





3 Q3F2004

operations, as a result of translating the Ghanaian operations at a 26 per cent stronger rand, which strengthened from an average of R9.51 to R7.00 to the US dollar over this period. The stronger rand when compared with the Australian dollar had a similar effect when translating the Australian operations, though smaller at 7 per cent, strengthening from an average of 5.36 to 4.97 rand to the Australian dollar.

Operating profit at R1,770 million (US\$253 million) compared with R4,023 million (US\$423 million) achieved in the nine months to March 2003. Profit before tax amounted to R1,257 million (US\$180 million) compared with R3,476 million (US\$366 million) for the same period last year due to the lower operating profit described above and the effect of the items listed below. Gains on financial instruments of R200 million (US\$29 million) compared with R150 million (US\$16 million) for the nine months to March 2003. Finance income of R28 million (US\$4 million) compared with R145 million (US\$15 million) in the prior period. The exceptional gains were R300 million (US\$32 million) compared with the current year to date income of R257 million (US\$37 million).

Net earnings reduced from R2,164 million (US\$228 million) in the nine months to March 2003 to R953 million (US\$136 million) for the current nine months to March 2004.

#### Detailed and Operational Review

##### Group overview

Attributable gold production for the March 2004 quarter decreased marginally to 1,033,000 ounces when compared with the December 2003 quarter.

Approximately one third of this production is attributable to the international operations.

Production from the Australian operations decreased 3 per cent to 184,600 ounces this quarter due to lower volumes at St Ives. Operating profit from the Australian operations decreased 28 per cent to R119 million (A\$23 million, US\$18 million) for the quarter, primarily as a result of the lower production and increased unit costs at St Ives. The Australian dollar strengthened this quarter from an average of 4.80 to 5.19 to the rand in the current quarter. The Ghanaian operations showed a 2 per cent decrease in attributable gold production to 153,200 ounces partly due to accelerated waste mining in order to increase mining flexibility at Tarkwa. Ghana contributed operating profit of R263 million (US\$39 million), an 8 per cent increase on the previous quarter's operating profit. The improvement in operating profit is due to the higher gold price achieved.

The international operations contributed, R382 million (US\$56 million) of the total operating profit of R656 million (US\$96 million) or 58 per cent compared with R408 million (US\$60 million) last quarter of the total operating profit of R545 million (US\$80 million) or 75 per cent.

At the South African operations, production was virtually unchanged at 695,200 ounces. The decrease of approximately 5 per cent in gold production at both Beatrix and Kloof related to the Christmas break, which was offset by a 6 per cent increase in output at Driefontein due to the diminished effect of the fires in the high grade areas this quarter and gold from plant clean up. Operating profit at the South African operations increased from R137 million (US\$21 million) to R274 million (US\$40 million) mainly as a consequence of the higher gold price and significantly reduced costs.

Group ore milled increased from 11.64 million tons to 11.82 million tons due to an increase in surface tons mainly at Tarkwa and Driefontein. The overall yield of 2.9 grams per ton was in line with the December quarter. Total cash costs in rand terms increased to R67,528 per kilogram from R66,991 per kilogram achieved last quarter mainly as a result of the lower production and increased costs at St Ives. In US dollar terms, total cash costs were virtually unchanged at US\$309 per ounce compared with US\$308 per ounce. Operating cost per ton at R199 improved from R202 last quarter, the increase in tons milled being offset by reduced operating costs.

#### South African Operations

##### DRIEFONTEIN

March

2004

December

2003

Gold produced

- 000'ozs

289.6

272.3

Total cash costs

- R/kg

67,607

73,126

- US\$/oz

310

336

Production at Driefontein increased 6 per cent to 289,600 ounces as a result of an increased underground yield compared with the previous quarter and clean-up from the old no. 1 and no. 2 mill processing plants. This is now almost complete. Underground tonnage decreased mainly due to the Christmas break and the closure of 5W shaft. In addition, gold production at the West shafts was optimised by stopping all the low-grade mining, which was not making a contribution. This resulted in lower underground tonnage at an increased grade of 8.6 grams per ton compared to 7.5 grams per ton last quarter. Underground tonnage decreased by 12 per cent to 838,000 tons from 950,000 tons, while overall tonnage increased by 6 per cent from 1,558,000 tons in the December quarter to 1,655,000 tons achieved in the current quarter. Although additional surface material was treated during the Christmas break, the combined yield remained the same as the previous quarter at 5.4 grams per ton, as a result of the increase in underground yield.

Operating costs decreased from R648 million to R638 million for the quarter as last quarter included additional opening up costs due to the fires.

Total cash costs decreased by 8 per cent in rand terms to R67,607 per kilogram from R73,126 per kilogram last quarter as a result of the increased production. In US dollar terms the total cash cost decreased by 8 per cent from US\$336 per ounce to US\$310 per ounce quarter on quarter. Operating profit more than doubled, from R68 million (US\$11 million) in the December quarter to R158 million (US\$23 million) in the current quarter.

Capital expenditure decreased to R29 million (US\$6 million) for the quarter partially due to timing but also because of a deliberate decision to defer projects where possible that would not affect production, given the current margin squeeze. This compared with R82 million (US\$13 million) in the previous quarter.

Production volumes for the June quarter will be affected by the Easter break, an additional public holiday declared in order to vote in the recent elections and lower gold volumes from surface gold clean-up at no.1 and no. 2 plants in line with the operational plan. Improved volumes from underground should offset this. The expected gold output, should, however remain fairly constant when compared with the March quarter's gold production.

KLOOF

March

2004

December

2003

Gold produced

- 000'ozs

250.9

265.1

Total cash costs

- R/kg

75,920

75,849

- US\$/oz

348

349

Gold production at Kloof decreased 5 per cent to 250,900 ounces in the March quarter. This was due to the reef tons milled from underground being affected negatively by the extended Christmas break and the slower than expected production build-up after this break. Underground tonnage decreased to 744,000 tons this quarter from 921,000 tons last quarter, while surface tons increased 33 per cent from 363,000 tons to 483,000 tons, largely in response to the



lower underground tons milled.

The initiative during the last two quarters of mothballing the marginal 9 shaft, accessing VCR pillars and relocating crews from low grade areas to higher grade panels has resulted in the underground yield increasing from 8.6 grams per ton last quarter to 10.0 grams per ton this quarter. The combined yield remained at 6.4 grams per ton due to increased treatment from surface sources during the Christmas break.

Operating costs for the quarter at R617 million (US\$91 million) were 5 per cent lower than the previous quarter's costs of R652 million (US\$96 million) in line with the lower production and the results of good cost control initiatives.

Total cash costs at R75,920 per kilogram were almost unchanged from the previous quarter of R75,849 per kilogram.

In US dollar terms, total cash costs decreased slightly from US\$349 per ounce to US\$348 per ounce quarter on quarter.

Operating profit increased 50 per cent to R75 million (US\$11 million) compared with R50 million (US\$7 million) the previous quarter. Capital expenditure decreased from R87 million (US\$14 million) to R57 million (US\$10 million) this quarter. This level of expenditure is expected to be maintained in the June quarter.

The emphasis remains on repositioning the mines to higher grade areas in order to combat the strength of the rand's impact on margins. Pillar mining opportunities and old gold initiatives are receiving attention, while the focus on increased volumes from underground remains. Gold production for the June quarter should show an improvement despite the number of public holidays in the June quarter.

#### BEATRIX

March

2004

December

2003

Gold produced

- 000'ozs

154.7

160.8

Total cash costs

- R/kg

78,143

77,005

- US\$/oz

358

354

Gold production at Beatrix decreased 4 per cent to 154,700 ounces from the 160,800 ounces achieved in the previous quarter. This decrease was mainly due to lower underground yields. Underground ore milled remained constant at 1,003,000 tons this quarter compared with 1,000,000 tons last quarter, while surface tons increased 15 per cent from 390,000 tons to 450,000 tons. Toll processing at Joel accounted for 304,000 of these tons, an increase of 96,000 tons when compared with the December quarter. Lower underground and





Q3F2004 4

surface yields, together with increased surface tonnage resulted in a decrease in the combined yield from 3.6 grams per ton to 3.3 grams per ton in the March quarter.

Detailed and focused action plans have restored mining mixes at the various shafts as reported in the previous quarter. The holing of a number of raise lines, resolution of logistical and ventilation bottlenecks continue to be addressed in order to improve tonnage throughput. At 2 shaft, grades have recovered to planned levels although volumes are still slightly below plan. At 3 shaft exploration drilling from surface and underground has confirmed the extension of the current facies to the north. Beatrix 4 shaft incurred operating losses of R18 million (US\$3 million) during the quarter. Discussions with the unions to reduce labour and mine additional shifts, including holidays and Sundays at 4 shaft, have been successfully completed. This should allow greater flexibility with an increase in volumes and a decrease in costs in the next quarter.

Total cash costs increased 1 percent in rand terms to R78,143 per kilogram and increased to US\$358 per ounce from US\$354 per ounce last quarter. Operating profit increased from R18 million (US\$3 million) to R40 million (US\$6 million) quarter on quarter mainly due to the higher gold price received. Capital expenditure decreased from R83 million (US\$13 million) last quarter to R67 million (US\$12 million) this quarter.

Production in the June 2004 quarter should improve marginally compared with the March 2004 quarter.

#### I n t e r n a t i o n a l O p e r a t i o n s

G h a n a

TARKWA

March

2004

December

2003

Gold produced

- 000'ozs

137.4

141.8

Total cash costs

- US\$/oz

237

227

Gold produced for the quarter decreased to 137,400 ounces compared with 141,800 ounces in the December quarter. The decrease in gold production is primarily as a result of a build up of gold in process on the heaps of 4,500 ounces this quarter compared with a release of 10,400 ounces in the previous quarter. The gold in process move reflects the move to stacking on higher lifts on the leach pads this quarter, and the associated slower gold recovery rates from higher lifts. With the lag time from gold stacking on the heaps to gold production being at least three months, this gold in process reversal also reflects lower volumes of recoverable gold stacked in the December quarter. While ore tonnage treated only increased by some 6 per cent, total volumes mined increased by some 23 per cent, reflecting an increase in waste movement. The stripping ratio increased to 2.7 compared with 2.2 in the December quarter. The increase in stripping ratio reflects a previously reported drive to increase mining flexibility, particularly ahead of the conversion to owner mining in the new fiscal year.

Operating costs increased from US\$30 million to US\$34 million in line with the increase in volumes mined. Unit costs increased from US\$7.76 per ton treated to US\$8.06 per ton, reflecting the increase in stripping ratio. The increase in operating expenditure, coupled with the slightly lower gold production, led to a 4 per cent increase in total cash costs to US\$237 per ounce. Tarkwa contributed US\$23 million to operating profit, which is in line with the previous quarter.

The increase in capital expenditure this quarter from US\$28 million to US\$45 million reflects expenditure on the mining fleet, which amounted to US\$16 million for the quarter compared with US\$3 million last quarter and further expenditure on the mill construction project of US\$27 million as compared with US\$20 million last quarter. The mill construction project remains on track for commissioning in the quarter ended December 2004. The balance of capital expenditure on this project amounts to US\$31 million. The conversion to owner mining should be finalised by the end

of the September 2004 quarter. The balance of capital expenditure on this project amounts to US\$55 million, with the majority of this expenditure due in the June 2004 quarter.

Gold production is expected to be similar to the levels achieved in the last two quarters, subject to gold in process movements, which remains difficult to predict. Operating costs in the June quarter will be similar to the current levels as the mine continues to focus on maintaining the current strip ratios.

#### DAMANG

March

2004

December

2003

Gold produced

- 000'ozs

78.1

77.5

Total cash costs

- US\$/oz

219

236

Gold produced for the quarter increased to 78,100 ounces compared with 77,500 ounces in the December quarter. A slight reduction in ore tonnages treated, due to a planned mill shutdown, was offset by an increase in yield from 1.8 gram per ton to 1.9 gram per ton, due to the availability of larger volumes of high grades ore from the Damang pit. The tons mined increased by 8 per cent to 4 million tons with the stripping ratio reducing from 1.88 to 1.82. The increase in volume of ores from the Damang pit, as well as the Kwesie and Lima pits, reduced the amount of stockpile tonnages treated this quarter in comparison with the previous quarter.

Operating costs increased marginally to US\$17 million in line with the increase in volumes mined. Total cash costs however reduced from US\$236 to US\$219 quarter on quarter, largely reflecting limited gold in process charges in this quarter against some US\$15/oz in the December quarter, in line with the reduction in stockpile consumption in the current quarter referred to earlier. Unit costs per ton treated remained virtually unchanged. The net result was an increase in operating profit to US\$15 million from US\$13 million in the previous quarter.

Gold production is expected to be slightly lower in the June quarter reflecting a reduction in the availability of higher grade ores in the Damang pit. Total cash costs will increase to levels seen in the December quarter reflecting the lower grades and further consumption of stockpiles and the associated gold in process charges.

#### Australia

ST IVES

March

2003

December

2003

Gold produced

- 000'ozs

131.8

140.1

Total cash costs

- A\$/oz

442

395

- US\$/oz

338

280

Gold production at St Ives was 131,800 ounces, a decrease of 6 per cent when compared with the December quarter's production of 140,100 ounces. This decrease was due to a decline in volumes treated largely due to a maintenance

shutdown of the mill and a reduction in the volume of toll treatment, with the termination of tolling at the South Hannan's mill, interruptions due to heavy rain and a slight decline in head grades.

Ore production from underground increased by some 30 per cent with ongoing build up from the Argo and Leviathan mines. This increase in the availability of high grade ores was offset by grade recovery problems in the Mars pit during the quarter, leading to lower grades from this key source of ore. As a result gold production was not maintained as had been expected.

Operating costs at A\$56 million (R287 million, US\$42 million) were similar to the previous quarter. Total cash costs were A\$442 per ounce (US\$338 per ounce) for the March quarter compared with A\$395 per ounce (US\$280 per ounce) in the December quarter. The increase in cash costs reflects the lower volume of gold produced, the cost of the mill shutdown, a A\$5 million gold in process charge associated with consumption of stockpiles and the impact of continued build-up at the underground mines. St Ives contributed A\$11 million (R58 million, US\$9 million) to operating profit compared with A\$21 million (R104 million, US\$15 million) in the previous quarter. The gold price achieved of A\$538 per ounce was 2 per cent below the December quarter.

Capital expenditure increased to A\$50 million (R239 million, US\$38 million) in the March quarter from A\$21 million (R107 million, US\$16 million) in the December quarter mainly due to expenditure on the mill optimisation project, which commenced this quarter and amounted to A\$19 million (R91 million, US\$ 14 million). In the June quarter it is anticipated that an amount of A\$56 million (R274 million, US\$42 million) will be spent.

Gold production and total cash costs should return to levels seen in the December quarter.

AGNEW

March

2004

December

2003

Gold produced

- 000'ozs

52.8

50.1

Total cash costs

- A\$/oz

304

296

- US\$/oz

233

210

Gold production at Agnew increased 5 per cent to 52,800 ounces for the quarter. This reflected an increase in the volume of high grade ores treated from underground, primarily from the Kim mine, which displaced lower grade stockpiled ores.

The mine reported a marginal increase in total cash costs in Australian dollars from A\$296 per ounce (US\$210 per ounce) last quarter, to this quarter's A\$304 per ounce (US\$233 per ounce) as a result of increased underground mining







5 Q3F2004

volumes. The contribution to operating profit from Agnew was A\$12 million (R61 million, US\$9 million) compared with A\$13 million (R61 million, US\$9 million) last quarter. Capital expenditure was the same as last quarter at A\$7 million (R30 million, US\$5 million) as exploration and development of the underground operations at Waroonga continued.

Agnew performed above expectations once again and it is unlikely that this level of production and profitability can be maintained. As a result of the anticipated closure during the June quarter of the Crusader/Deliverer underground operation, production in the next quarter is expected to be some 10 to 20 per cent lower than the last two quarters, with a concomitant effect on margins.

**C a p i t a l a n d d e v e l o p m e n t  
p r o j e c t s**

**ST IVES EXPANSION PROJECT**

During the quarter construction of the new 4.5 million ton per annum mill CIP process plant at St Ives made good progress, following site mobilisation at the end of the December quarter. In the March quarter, site levelling, construction of the ROM pad and casting of the SAG mill and crusher foundations were well advanced, while the SAG mill and ancillary equipment was delivered to site.

By quarter end some 75 per cent of engineering works had been completed while commitments in respect of 50 per cent of the total capital expenditure had been made. The project remains on track for commissioning in the December 2004 quarter at a total cost of A\$125 million.

**TARKWA EXPANSION PROJECT**

**CIL Process Plant**

The new 4.2 million ton per annum mill project advanced satisfactorily during the quarter and remains on track for commissioning in the quarter ended December 2004. All major site civil and concrete work has been completed with delivery and erection of steel work in full swing, while construction of the tailings dam continued. The fabrication of the mill, which has been on the critical path, was completed on schedule and the mill is currently being shipped to Ghana.

Noting that contingency in the budget has been largely exhausted, the project remains within the US\$85 million budgeted, save for possible currency exposure on the A\$ and ZAR, representing a possible US\$5 million overrun, which will depend on currency moves over the next few months.

**Conversion to owner mining**

The first deliveries of the new mining fleet were made to Tarkwa during the quarter. By quarter end nine of the eventual twenty four 785C haul trucks had been delivered. Various graders and dozers have been delivered, commissioned and are already in service. During the coming quarter the remainder of the haul trucks and six of the ultimate eight excavators will be delivered.

Screening and recruitment of operators and technical staff, sourced primarily from the current contract workforce, has commenced, while finalisation of the majority of the consumable supply contracts is underway.

It is anticipated that the build up of the operations with the new fleet will occur in the first quarter of F2005 and that by the end of that period the overlap with the contract mining operator will cease.

**ARCTIC PLATINUM PROJECT**

Activity at APP continued to focus on the two large tonnage open pittable deposits at Suhanko, namely Kontijarvi and Ahmavaara. During the March 2004 quarter exploration focused on detailed in-fill drilling at the two deposits, with particular emphasis on grade control drilling in the areas targeted for the bulk samples.

Towards the end of the quarter blast hole drilling and sampling at Kontijarvi and overburden stripping in the trial mine area at Ahmavaara were completed. A bulk sample of 5,300 tons will be mined from the two deposits during the fourth quarter and processing at the pilot plant will commence. The pilot plant is intended to verify process parameters at this scale and to produce concentrate for downstream processing testwork. The trial mine, pilot scale concentrator campaign and the subsequent downstream treatment testwork is the critical path to completion of the feasibility study on this project. It is planned to reach an investment decision by the end of this calendar year.

**DAMANG EXPANSION PROJECT**

During the March quarter, a dedicated project team was mobilised to evaluate the various options for the Damang operation arising from the exploration programmes undertaken through to the end of the December 2003 quarter.

These exploration programmes, which are largely completed, have assessed both conglomerate as well as hydrothermal styles of mineralisation on the Damang lease.

The project team is now evaluating options that include exploiting new sources of high grade hydrothermal mineralisation at Rex and Amoanda as well as a further cut back on the Damang pit, along with incremental sources of soft low

grade feed ores from Tomento and the Lima area. These options are focussed on near term production, while longer term options of developing an underground mine below the Damang pit and at the Abosso Deeps area between Tarkwa and Damang, are also being examined.

The Project team is expected to complete its work by the end of the June 2004 quarter.

#### Exploration and Corporate

#### Development

#### CERRO CORONA IN PERU

During the last quarter, we announced the conclusion of a transaction to acquire the Cerro Corona gold and copper development project located in northern Peru.

During this quarter the Company successfully completed the first condition to closing of the acquisition, that is the completion of due diligence. The transaction remains subject to completion of the acquisition of all surface rights required to develop the project and successful permitting. During the quarter good progress was made with the former aspect while a full time project team has been established in Peru to advance all elements of the project development, including the required permitting, which is expected to be completed in the first half of the 2005 calendar year.

#### FURTHER CHINA VENTURES

Gold Fields further emphasised the importance of the China region by establishing a regional representative office in Beijing during the quarter. Dr. Guocheng Pan, who has consulted extensively for Gold Fields over the past five years, is managing this office. This office will be responsible for overseeing the exploration joint ventures with Sino Mining in the Shandong province and with Fujian Zijin Mining Industry ("Zijin") in the Fujian province. The Sino Gold Fields Joint Venture ("SGF") is an exploration alliance and project joint venture agreement with Shandong provincial Bureau of Geo-Mineral Exploration and Development. The co-operative joint venture is held 70 per cent by SGF of which Gold Fields has a 50 per cent share. The joint venture with Zijin, of which Gold Fields share 60 per cent, is to explore and develop gold properties in China's Fujian province. We are currently active in several other regions of China and it is hoped that Dr. Pan's extensive contacts in the country will produce results during the coming months.

#### OTHER PROJECTS

Gold Fields has been very active during the quarter on its extensive inventory of exploration projects.

Drilling was completed on the Tanaso, Mampehia and Bomaa prospects within our 100 per cent owned Bibiani project in Ghana. Over the last two years Gold Fields has discovered extensive surface indications on this project that is immediately adjacent to Newmont's Ahafo project. Based upon results seen to date, it is hoped an initial resource statement at Mampehia will be presented during the first quarter of F2005. Elsewhere in Africa, a third phase of drilling was approved and is nearing completion at the Essakane project in Burkina Faso. This joint venture project would allow Gold Fields to earn up to a 60 per cent interest from Orezone Resources.

In South America, drill programmes were completed at the Cañicapa prospect in Ecuador as part of the Condor joint venture with IAMGold. Drilling was also completed at the Incapacha prospect that is a part of the Puquio joint venture with Buenaventura.

In North America, mobilisation of a new winter camp and supplies has been completed at the Committee Bay joint venture in Nunavut. A major drill programme will be completed over the next two quarters on this attractive gold prospect.

#### Corporate matters

#### BLACK ECONOMIC EMPOWERMENT TRANSACTION

On 8 March 2004, shareholders of both Gold Fields Limited ("Gold Fields") and Mvelaphanda Resources Limited ("Mvela Resources") voted decisively in favour of all shareholder resolutions necessary to implement the transaction in terms of which Mvelaphanda Gold (Proprietary) Limited ("Mvela Gold"), a wholly-owned subsidiary of Mvela Resources, will acquire a 15 per cent beneficial interest in the South African gold mining assets of Gold Fields, including the world-class Beatrix, Driefontein and Kloof mines for a cash consideration of R4,139 million. All conditions precedent to the transaction were fulfilled following the completion by Mvela Resources of a domestic and

international private placement on 15 March 2004. Following completion of the private placement Mvela Gold advanced a loan of R4,139 million ("the GFI-SA Loan") to GFI Mining South Africa (Proprietary) Limited ("GFI-SA"), a wholly owned subsidiary of Gold Fields, on 17 March 2004. This loan was financed by way of commercial bank debt of approximately R1,349 million, mezzanine finance of R1,100 million (which includes R200 million from Gold Fields) and the balance of approximately R1,690 million raised by the Mvela Resources private placement, (which





Q3F2004 6

includes R100 million of equity subscribed for by Gold Fields at the book-build price). At the end of five years, the GFI-SA loan will be repaid and Mvela Gold will subscribe for 15 per cent of the share capital of GFI-SA.

The proceeds of the GFI-SA Loan have been applied towards settling R4.1 billion of the R4.7 billion payable by GFI-SA to Beatrix Mining Ventures Limited, Driefontein Consolidated (Pty) Limited and Kloof Gold Mining Company Limited following implementation of the internal reorganisation pursuant to which GFI-SA has acquired the gold mining assets of these companies as well as ancillary assets. The net proceeds will be applied to growth projects within South Africa and internationally. This will include the growth projects in Ghana and Australia of R1.6 billion (US\$240 million), the Arctic Platinum project which requires capital expenditure of approximately US\$260 million (R1.8 billion) where a decision is due by the end of the calendar year, as well as the Cerro Corona project which requires US\$125 million (R0.9 billion) for its development. The drop down projects in South Africa, which access reserves below current infrastructure, could also be part funded from these proceeds.

Gold Fields believes that this transaction satisfies the 15 per cent Historically Disadvantaged South African ownership requirements of the scorecard attached to the Broad Based Socio-Economic Mining Scorecard for the South African mining industry and looks forward, following implementation of this landmark BEE transaction, to working with Mvela Resources to satisfy the other requirements of the scorecard.

In terms of the transaction, and in furthering its empowerment objectives, Mvela Gold appointed two nominees out of a maximum of seven to the GFI-SA board, and has appointed two members to each of GFI-SA's Operations Committee and Transformation Committee, which latter committee will be established to monitor compliance with the Mining Charter and other transformation objectives.

#### NORILSK BUYS ANGLO AMERICAN'S 20 PER CENT STAKE IN GOLD FIELDS

On 29 March 2004 Anglo American plc released details of the sale of its 20 per cent stake in Gold Fields to MMC Norilsk. The purchase was effected through Norilsk's wholly owned subsidiary Norimet Limited ("Norilsk").

Headquartered and listed in Moscow, as well as via ADR programmes in New York, London and Berlin, Norilsk is a producer of base and precious metals, with its main products being Nickel and Palladium.

After preliminary discussions with Norilsk it has been agreed to explore the potential for co-operation with regards to our respective gold assets.

#### SALE OF DRIEFONTEIN'S 1C11 BLOCK

As previously reported in the September quarter, Gold Fields concluded a transaction whereby Driefontein sold a block of ground, referred to as block 1C11, to AngloGold for a consideration of R315 million. Notwithstanding the fact that Competition Commission approval for the sale had not been received, this being the only remaining condition precedent, this transaction was included in the September 2003 quarterly results. Competition Commission approval was subsequently obtained on 21 January 2004 and the transaction completed on 20 February 2004 when payment was received.

During a review of our six monthly results the auditors highlighted the fact that all conditions precedent relating to a transaction should be fulfilled before a transaction can be accounted for, even despite the fact that the Competition Commission approval for a transaction of this nature was considered to be highly likely.

Described in the paragraph below is the impact on net earnings and net earnings per share for the September 2003 quarter, the December 2003 half year and the March 2004 quarter had the transaction been accounted for in the March 2004 quarter as opposed to the September 2003 quarter. The timing of the recording of the transaction had no impact on headline earnings per share in any quarterly period nor on the year-to-date results to March 2004.

Net earnings and net earnings per share, as reported in the September 2003 quarter, amounted to R421.2 million and 89 cents respectively as compared with R181.0 million and 38 cents respectively had the sale been excluded. For the six months ended 31 December 2003 the net earnings and earnings per share were reported at R698.6 million and 146 cents respectively as compared with R458.4 million and 95 cents respectively had the sale been excluded. For the March quarter, net earnings of R254.5 million would have increased to R494.7 million and earnings per share would have increased from 51 cents per share to 102 cents per share. If the sale was included in the March 2004 quarter instead of the September 2003 quarter, net earnings and net earnings per share would have been unchanged for the nine months year-to-date as at the end of March 2004.

#### SCHOOL FUNDED BY GOLD FIELDS OPENED BY NELSON MANDELA

Gold Fields has an extensive programme of community interaction and development in communities where employees and their families live.

Mnyakanya, a school in Kwa-Zulu Natal, which was suffering from an acute lack of facilities and amenities for both scholars and teachers, has been given a R6 million extension by Gold Fields.

This project is an example of how Gold Fields is working with these communities to build the future. Education is perhaps the greatest need of young people in

South Africa today and we, in Gold fields, are playing our part in ensuring that as many as possible receive that opportunity in conditions that are conducive to learning.

During the past two years Gold Fields has invested more than R100 million into education, community development, healthcare, employment and physical infrastructure projects in such communities.

#### LEGAL

There have been no further developments to our earlier report in respect of the law suit filed by Zalumzi Singleton Mtvesi ("Mtvesi") against Gold Fields Limited in the Supreme Court of the State of New York County of New York on 6 May 2003. In summary, Mtvesi and the plaintiffs' class demand an order certifying the plaintiffs' class and compensatory damages from Gold Fields Limited. The suit has not been served on Gold Fields Limited. If and when service of the suit takes place, it will be vigorously contested. Gold Fields Limited will keep shareholders apprised of any future developments in this matter.

#### Outlook

Gold production is expected to be slightly higher in the June 2004 quarter due to increased production at both the South African and International operations.

#### Trading Statement (for the year ending 30 June 2004 versus the year ended 30 June 2003)

Shareholders are advised that the expected net earnings for the financial year ending 30 June 2004 will be substantially lower than the previous financial year mainly due to:

- a reduction in the gold price in rand terms from R97,060 per kilogram in the prior year to R86,642 per kilogram in the current year based on the price level prevailing at time of issuing this report;
- an increase in operating costs mainly due to above inflation wage increase in South Africa and the effect of administered price increases;
- a reduction in gains on financial instruments and foreign debt and cash as well as exceptional items, due to significant gains made in the previous year; allied with a small reduction in gold produced. The word "substantially" is defined by the JSE Securities Exchange South Africa Listings Requirements as meaning a difference equal to or greater than 30 per cent, "materially" means a difference between 10 per cent and 30 percent and "significantly" means a difference less than 10 per cent. The financial information on which this trading statement is based has not been reviewed or reported on by the company's auditors and shareholders are therefore advised to exercise caution in trading in their Gold Fields shares until the release of the results for the financial year, which is expected during July 2004.

#### Basis of accounting

The unaudited results for the quarter have been prepared on the International Financial Reporting Standards (IFRS) basis except for the sale of Driefontein 1C11 block detailed above. Year to date figures are however in accordance with IFRS. The detailed financial, operational and development results for the March 2004 quarter and nine months are submitted in this report.

These consolidated quarterly statements are prepared in accordance with IFRS 34, Interim Financial Reporting. The accounting policies are consistent with those applied at the previous year-end.







7 Q3F2004

## Income Statement

International Financial Reporting Standards Basis

S A R A N D

Quarter

Nine months to

(Figures are in millions unless otherwise stated)

March

2004

December

2003

March

2003

March

2004

March

2003

Revenue

3,028.3

2,922.9      3,351.8

8,903.6      10,922.1

Operating costs

2,350.8

2,354.7      2,171.6

7,047.3      6,918.5

Gold inventory change

22.0

23.6      54.1

86.4

(19.7)

**Operating profit**

655.5      544.6      1,126.1

1,769.9      4,023.3

Amortisation and depreciation

297.8

307.5      341.3

904.1

1,034.5

**Net operating profit**

357.7

237.1      784.8

865.8

2,988.8

Finance (cost)/income

(38.5)

44.9      97.1

28.3      145.0

-

Net interest and investment (cost)/income

(4.4)

(15.2)      41.9

1.2	129.8
-	
Exchange (losses)/gains on foreign debt and cash	
(34.1)	
60.1	55.2
27.1	15.2
Gain on financial instruments	
44.2	
119.5	185.2
200.1	149.5
Other income	
25.5	
3.5	1.3
41.4	4.3
Exploration	
(44.4)	
(35.4)	(31.1)
(134.8)	(111.4)
<b>Profit before taxation and exceptional items</b>	
344.5	
369.6	1,037.3
1,000.8	3,176.2
Exceptional gain	
20.6	
31.4	177.1
256.5	300.1
<b>Profit before taxation</b>	
365.1	
401.0	1,214.4
1,257.3	3,476.3
Mining and income taxation	
63.8	
83.6	377.6
184.7	
1,212.4	
- Normal	
taxation	
70.5	
40.0	193.7
158.3	737.0
- Deferred	
taxation	
(6.7)	
43.6	183.9
26.4	475.4
<b>Profit after taxation</b>	
301.3	
317.4	836.8
1,072.6	
2,263.9	
Minority interest	

46.8		
40.0	32.2	
119.5	100.3	
<b>Net earnings</b>		
254.5		
277.4	804.6	
953.1		
2,163.6		
<b>Exceptional items:</b>		
Profit on sale of investments		
47.2		
32.3	177.9	
95.6	177.9	
Write off of mineral rights		
(24.7)		
-	-	
(24.7)		-
Sale of mineral rights		
-		
-	-	
187.2		-
Retirement of healthcare obligations		
(5.0)		
-	-	
(5.0)		-
Disposal of St Helena		
-		
-	-	
-		
121.7		
Other		
3.1		
(0.9)	(0.8)	
3.4	0.5	
<b>Total exceptional items</b>		
20.6	31.4	177.1
256.5	300.1	
Taxation		
(3.4)		
(6.9)	(16.8)	
42.0	(36.0)	
<b>Net exceptional items after tax</b>		
17.2	24.5	160.3
298.5	264.1	
Net earnings per share (cents)		
51		
57	171	
197	459	
Headline earnings		
220.8		
249.0	643.8	

634.2		
1,899.0		
Headline earnings per share (cents)		
45		
51	136	
131		403
Diluted earnings per share (cents)		
51		
56	169	
196		455
Net earnings excluding gains and losses on financial instruments and foreign debt, net of cash and exceptional items		
237.8	110.4	475.9
484.6		
1,785.0		
Net earnings per share excluding gains and losses on financial instruments and foreign debt, net of cash and exceptional items (cents)		
48	23	101
100		378
Gold sold - managed		
kg		
34,069		
34,451	35,257	
102,777		108,892
Gold price received		
R/kg		
88,887		
84,842	95,068	
86,630		100,302
Total cash costs		
R/kg		
67,528		
66,991	60,709	
67,360		61,263





Q3F2004 8

I n c o m e S t a t e m e n t

International Financial Reporting Standards Basis

U S D O L L A R S

Quarter

Nine months to

(Figures are in millions unless otherwise stated)

March

2004

December

2003

March

2003

March

2004

March

2003

Revenue

444.4

430.7

396.7

1,271.9

1,148.5

Operating costs

345.3

346.7

256.1

1,006.8

727.5

Gold inventory change

3.2

3.6

5.2

12.3

(2.1)

**Operating profit**

95.9                      80.4

135.4

252.8

423.1

Amortisation and depreciation

43.8

45.2

40.0

129.2

108.8

**Net operating profit**

52.1

35.2

95.4

123.6



314.3  
 Finance (cost)/income  
 (5.3)  
 6.4  
 10.4  
 4.1  
 15.2  
 - Net interest and investment (cost)/income  
 (0.6)  
 (2.0)  
 4.9  
 0.2  
 13.6  
 - Exchange (losses)/gains on foreign debt and cash  
 (4.7)  
 8.4  
 5.5  
 3.9  
 1.6  
 Gain on financial instruments  
 6.6  
 17.1  
 19.2  
 28.6  
 15.7  
 Other income  
 3.7  
 0.5  
 0.2  
 5.9  
 0.5  
 Exploration  
 (6.6)  
 (5.3)  
 (3.7)  
 (19.3)  
 (11.7)  
**Profit before taxation and exceptional items**  
 50.5  
 53.9  
 121.5  
 142.9  
 334.0  
 Exceptional gain  
 3.4  
 5.7  
 19.4  
 36.6  
 31.6  
**Profit before taxation**  
 53.9

59.6  
140.9  
179.5  
365.6  
Mining and income taxation  
9.3  
12.1  
44.6  
26.4  
127.5  
- Normal  
taxation  
10.2  
6.0  
23.5  
22.6  
77.5  
- Deferred  
taxation  
(0.9)  
6.1  
21.1  
3.8  
50.0  
**Profit after taxation**  
44.6  
47.5  
96.3  
153.1  
238.1  
Minority interest  
6.9  
5.8  
3.7  
17.1  
10.5  
**Net earnings**  
37.7  
41.7  
92.6  
136.0  
227.6  
**Exceptional items:**  
Profit on sale of investments  
6.9  
4.6  
18.7  
13.7  
18.7  
Write off of mineral rights  
(2.0)

-  
 -  
 (2.0)  
 -  
 Sale of mineral rights  
 -  
 -  
 -  
 25.2  
 -  
 Retirement of healthcare obligations  
 (0.7)  
 -  
 -  
 (0.7)  
 -  
 Disposal of St Helena  
 -  
 -  
 0.7  
 -  
 12.8  
 Other  
 (0.7)  
 1.1  
 -  
 0.4  
 0.1  
**Total exceptional items**  
 3.4                      5.7  
 19.4  
 36.6  
 31.6  
 Taxation  
 (0.4)  
 (0.6)  
 (1.9)  
 6.0  
 (3.8)  
**Net exceptional items after tax**  
 3.0                      5.1  
 17.5  
 42.6  
 27.8  
 Net earnings per share (cents)  
 7  
 9  
 20  
 28  
 48  
 Headline earnings

32.4  
36.1  
74.8  
90.6  
199.7  
Headline earnings per share (cents)  
7  
7  
16  
19  
42  
Diluted earnings per share (cents)  
7  
8  
19  
28  
48  
Net earnings excluding gains and losses on financial instruments and foreign debt, net of cash and exceptional items  
34.4            16.5  
57.7  
69.2  
187.7  
Net earnings per share excluding gains and losses on financial instruments and foreign debt, net of cash and exceptional items (cents)  
7                3  
12  
14  
40  
Exchange rate - SA Rand/US Dollar  
6.79  
6.76  
8.38  
7.00  
9.51  
Gold sold - managed  
ozs (000)  
1,095  
1,108  
1,134  
3,304  
3,501  
Gold price received  
\$/oz  
407  
390  
353  
385  
328  
Total cash costs  
\$/oz  
309

308  
225  
299  
200





9 Q3F2004

B a l a n c e S h e e t s

International Financial Reporting Standards Basis

S A R A N D

U S D O L L A R S

(Figures are in millions)

March

2004

June

2003

March

2004

June

2003

Mining and mineral assets

15,891.4

15,371.3

2,437.3

1,973.2

Non-current assets

295.1

275.0

45.3

35.3

Investments

970.0

512.1

148.8

65.7

Current assets

7,061.9

3,059.5

1,083.1

392.7

-

Other current assets

2,361.0

2,018.7

362.1

259.1

-

Net cash and deposits

4,700.9

1,040.8

721.0

133.6

**Total assets**

24,218.4

19,217.9

3,714.5

2,466.9



Shareholders' equity	
15,850.7	
11,295.5	
2,431.1	
1,450.0	
Minority interest	
578.7	
668.2	
88.8	
85.8	
Deferred taxation	
3,559.5	
4,279.6	
545.9	
549.4	
Long-term loans	
1,496.6	
164.2	
229.5	
21.1	
Environmental rehabilitation provisions	
721.8	
715.3	
110.7	
91.8	
Post-retirement health care provisions	
54.7	
90.7	
8.4	
11.6	
Current liabilities	
1,956.4	
2,004.4	
300.1	
257.2	
-	
Other current liabilities	
1,818.6	
1,844.7	
279.0	
236.7	
-	
Current portion of long-term loans	
137.8	
159.7	
21.1	
20.5	
<b>Total equity and liabilities</b>	
24,218.4	
19,217.9	
3,714.5	

2,466.9

S.A. Rand/U.S. Dollar conversion rate

6.52

7.79

Condensed Statements of Changes  
in Equity

International Financial Reporting Standards Basis

S A R A N D

U S D O L L A R S

(Figures are in millions)

March

2004

March

2003

March

2004

March

2003

Balance as at the beginning of the financial year

11,295.5

11,095.8

1,450.0

1,071.0

Currency translation adjustment and other

(466.4)

(758.6)

231.4

203.6

Issue of share capital

9.5

0.8

1.4

0.1

Increase in share premium

1,562.9

17.2

223.3

1.8

Equity component of Mvela loan

3,130.2

-

447.2

-

Marked to market valuation of listed investments

35.0

(113.8)

5.0

(12.0)

Dividends

(669.1)

(1,746.4)

(63.2)  
 (184.3)  
 Net earnings  
 953.1  
 2,163.6  
 136.0  
 227.6

**Balance as at the end of March**

15,850.7  
 10,658.6  
 2,431.1  
 1,307.8

**Reconciliation of Headline Earnings  
with Net Earnings**

S A R A N D

U S D O L L A R S

(Figures are in millions unless otherwise stated)

March

2004

December

2003

March

2003

March

2004

December

2003

March

2003

**Net earnings**

254.5

277.4          804.6          37.7          41.7          92.6

Profit on sale of investments

(47.2)

(32.3)          (177.9)

(9.1)

(4.6)          (18.7)

Taxation effect of profit on sale of investments

13.5

6.9          16.8          3.8          0.6          1.9

Profit on sundry asset sales

-

(3.0)          0.3

-          (1.6)          (1.0)

**Headline earnings**

220.8

249.0          643.8          32.4          36.1          74.8

Headline earnings per share - cents

45

51          136

7

7                    16

Based on headline earnings as given above divided by 491,254,653 (December 2003 - 484,511,921 and March 2003 - 472,000,578) being the weighted average number of ordinary shares in issue





Q3F2004 10

## Cash Flow Statements

International Financial Reporting Standards Basis

S A R A N D

Quarter

Nine months to

(Figures are in millions)

March

2004

December

2003

March

2003

March

2004

March

2003

**Cash flow from operating activities**

527.7

676.7 1,213.6

1,236.0 3,549.7

Profit before tax and exceptional items

344.6

369.6 1,037.3

1,000.8 3,176.2

Exceptional items

20.6

31.4 177.1

256.5 300.1

Amortisation and depreciation

297.8

307.5 341.3

904.1 1,034.5

Change in working capital

94.3

85.5 251.9

(31.4) 232.5

Taxation paid

(119.2)

(50.7) (135.1)

(473.2) (663.2)

Other non-cash items

(110.4)

(66.6) (458.9)

(420.8) (530.4)

**Dividends paid**

(196.7)

- (707.9)

(669.1) (1,775.5)

Ordinary shareholders

(196.7)

-	(707.9)	
(669.1)	(1,746.4)	
Minority shareholders in subsidiaries		
-	-	
-	(29.1)	
<b>Cash utilised in investing activities</b>		
(654.5)		
(647.3)	(323.3)	
(2,067.8)	(1,384.1)	
Capital expenditure - additions		
(748.8)		
(662.0)	(505.3)	
(1,963.5)	(1,592.5)	
Capital expenditure - proceeds on disposal		
326.6		
29.5	-	
412.6	-	
Purchase of investments		
(342.8)		
(57.3)	(4.0)	
(680.4)	(78.0)	
Sale of investments		
130.1		
54.2	203.1	
201.9	203.1	
Proceeds on the disposal of investments/subsidiary		
-		
-	-	
-	120.0	
Environmental and post-retirement health care payments		
(19.6)		
(11.7)	(17.1)	
(38.4)	(36.7)	
<b>Cash flow from financing activities</b>		
4,007.8		
1,407.3	(209.9)	
5,353.2	(414.9)	
Debt portion of Mvela loan		
2,453.6		
-	-	
2,453.6	-	
Equity portion of Mvela loan		
1,653.4		
-	-	
1,653.4	-	
Loans repaid		
(100.1)		
(103.2)	(195.9)	
(293.9)	(396.4)	
Minority shareholder's loan received/(repaid)		



-		
15.7	(16.2)	
28.1	(51.7)	
Shares issued		
0.9		
1,494.8	2.2	
1,512.0	33.2	
<b>Net cash inflow/(outflow)</b>		
3,684.3		
1,436.7	(27.5)	
3,852.3	(24.8)	
Translation adjustment		
(87.4)		
(53.4)	(77.0)	
(192.2)	(180.9)	
Cash at beginning of period		
1,104.0		
(279.3)	1,925.9	
1,040.8	2,027.1	
<b>Cash at end of period</b>		
4,700.9		
1,104.0	1,821.4	
4,700.9	1,821.4	
U S D O L L A R S		
Quarter		
Nine months to		
(Figures are in millions)		
March		
2004		
December		
2003		
March		
2003		
March		
2004		
March		
2003		
<b>Cash flow from operating activities</b>		
76.8		
95.5	141.3	
176.5	373.3	
Profit before tax and exceptional items		
50.5	53.9	121.5
142.9	334.0	
Exceptional items		
3.4		
5.7	19.4	
36.6	31.6	
Amortisation and depreciation		
43.8		
45.2	40.0	

129.2	108.8
Change in working capital	
13.2	
10.7	26.3
(4.5)	24.4
Taxation paid	
(17.7)	
(9.1)	(17.3)
(67.6)	(69.7)
Other non-cash items	
(16.4)	
(10.9)	(48.6)
(60.1)	(55.8)
<b>Dividends paid</b>	
(29.4)	
-	(87.7)
(92.6)	(187.2)
Ordinary shareholders	
(29.4)	
-	(87.7)
(92.6)	(184.3)
Minority shareholders in subsidiaries	
-	
-	-
-	(2.9)
<b>Cash utilised in investing activities</b>	
(96.5)	
(96.0)	(40.9)
(295.5)	(146.3)
Capital expenditure - additions	
(109.4)	
(96.8)	(59.5)
(280.5)	(167.5)
Capital expenditure - proceeds on disposal	
46.8	
4.5	-
58.9	-
Purchase of investments	
(49.7)	
(9.8)	(0.8)
(97.2)	(8.2)
Sale of investments	
18.7	
7.7	21.4
28.8	21.4
Proceeds on the disposal of investments/subsidiary	
-	
-	-
-	11.9
Environmental and post-retirement health care payments	
(2.9)	

(1.6)	(2.0)
(5.5)	(3.9)
<b>Cash flow from financing activities</b>	
576.3	
198.2	(21.3)
766.0	(43.5)
Debt portion of Mvela loan	
350.5	
-	-
350.5	-
Equity portion of Mvela loan	
236.2	
-	-
236.2	-
Loans repaid	
(13.7)	
(14.6)	(20.4)
(40.7)	(41.9)
Minority shareholder's loan received/(repaid)	
0.1	
2.2	(1.3)
4.0	(5.1)
Shares issued	
3.2	
210.6	0.4
216.0	3.5
<b>Net cash inflow/(outflow)</b>	
527.2	
197.7	(8.6)
554.4	(3.7)
Translation adjustment	
33.1	
1.8	14.7
33.0	31.5
Cash at beginning of period	
160.7	
(38.8)	217.4
133.6	195.7
<b>Cash at end of period</b>	
721.0	
160.7	223.5
721.0	223.5





11 Q3F2004

### Hedging / Derivatives Policy

The Group's policy is to remain unhedged. However, hedges are sometimes undertaken on a project specific basis as follows: •

to protect cash flows at times of significant expenditure,

•

for specific debt servicing requirements, and

•

to safeguard the viability of higher cost operations.

Gold Fields may from time to time establish currency financial instruments to protect underlying cash flows. Gold Fields has various currency financial instruments - those remaining are described in the schedule. It has been decided not to account for these instruments under the hedge accounting rules of IFRS 39, except for the debt portion of the interest rate swap which has been hedge accounted, and accordingly the positions have been marked to market.

On 7 January 2004, Gold Fields Australia closed out the Australian dollar/United States dollar currency financial instruments. The existing forward purchases of Australian dollars and the put and call options were closed out by entering into equal and opposite transactions. The close out of the outstanding open position of US\$275 million was at an average spot rate of 0.7670 US\$/AU\$. These transactions locked in gross profit amounting to US\$115.7 million and the underlying cash receipts were deferred to match the maturity dates of the original transactions. An amount of US\$102.8 million had already been accounted for up until the end of December 2003. In addition, in order that the Group is able to participate in further Australian dollar appreciation, a strip of quarterly maturing Australian dollar/US dollar call options were purchased in respect of an amount of US\$275 million of which the value dates and amounts match those of the original structure. The Australian dollar call options resulted in a premium of US\$8.3 million. The payment of the premium will match the maturity dates of the original structure. The average strike price of the options is 0.7670 US\$/AU\$. The future US dollar locked-in value and cost of the new structure is depicted in the table below:

#### **Payment value dates (All figures in US dollars 000's)**

##### **Gross Future Cash Flows**

##### **Premium Payable**

##### **Net Future Cash flows**

31 March 2004

6,632 217

6,415

30 June 2004

6,433 278

6,155

30 September 2004

11,578 628

10,950

31 December 2004

11,216 676

10,540

31 March 2005

10,911 716

10,195

30 June 2005

10,634 749

9,885

30 September 2005

10,336 776

9,560

30 December 2005

10,074	799
9,275	
31 March 2006	
9,845	825
9,020	
30 June 2006	
9,568	848
8,720	
29 September 2006	
9,331	871
8,460	
29 December 2006	
9,140	895
8,245	
TOTAL	
115,698	8,278
107,420	

The call options purchased at a cost of US\$8.3 million are detailed below:

**U S D O L L A R / A U S T R A L I A N D O L L A R**

Year ended 30 June

**2004**

**2005**

**2006**

**2007 TOTAL**

**Australian dollar call options:**

Amount (US Dollars)

-000's

12,500

87,500

100,000

75,000            275,000

Average strike price

-(US\$/AU\$)

0.7670

0.7670

0.7670

0.7670            0.7670

The marked to market value of all transactions making up the positions in the above table was a positive US\$5.1 million. This was based on an exchange rate of AUD/USD 0.7515. The value was based on the prevailing interest rates and volatilities at the time.

**U S D O L L A R / R A N D**

Year ended 30 June

**2004**

**2005**

**2006**

**2007**

**TOTAL**

**Forward purchases:**

Amount (US Dollars)

-000's

50,000

-  
 -  
 - 50,000

Average rate  
 -(ZAR/US\$)  
 8.4264

-  
 -  
 - 8.4264

The total forward purchase of US\$50 million matures on 3 June 2004. The marked to market value of all transactions making up the positions in the above table was a negative R88.8 million (US\$13.6 million negative). The value was based on an exchange rate of ZAR/US\$6.52 and the prevailing interest rates and volatilities at the time.

#### I N T E R E S T S W A P

In terms of the Mvela loan, GFI Mining SA pays Mvela Gold interest on R4,139 million at a fixed interest rate, semi-annually. The interest rate was fixed with reference to the 5 year ZAR swap rate, at 9.6179% plus a margin of 0.95%. GFI Mining SA simultaneously entered into an interest rate swap agreement converting a fixed interest rate exposure to a floating rate. In terms of the swap GFI Mining SA is now exposed to the 3 Month Jibar rate plus a margin of 1.025%. For accounting purposes the Mvela loan is split into a debt component and an equity component and accordingly the net present value of future interest payments (R1,654 million) is classified as debt, while the balance (R2,485 million) is categorised as equity. The marked to market value of the interest rate swap is a loss of R48 million, which is accounted for in the income statement. The fair value adjustment of the debt portion of the loan is a gain of R19 million, to which hedge accounting is applied. In terms of hedge accounting, the liability that exists on the balance sheet (the loan of R1.6 billion) is decreased accordingly and the gain of R19 million is taken to the income statement, partly offsetting the R48 million above. The net impact on earnings is R29 million pre-tax and R22 million after tax. From a cash flow perspective the marked to market loss is offset by the present value of the interest saving on the loan over the life of the loan. The value was based on the prevailing interest rates and volatilities at the time.







Q3F2004 12

Total Cash Costs

Gold Institute Industry Standard

SA OPERATIONS

INTERNATIONAL

**Ghana**

**Australia**

(All figures are in Rand millions unless otherwise stated)

**Total Mine**

**Operations**

**Total**

**Driefontein**

**Kloof**

**Beatrix**

**Total**

**Tarkwa**

**Damang**

**St Ives**

**Agnew**

**Operating costs**

**(1)**

March 2004

2,350.8

1,643.8

637.6

616.5

389.7

707.0

228.9

115.7

287.4

75.0

December 2003

2,354.7

1,700.2

648.0

651.6

400.6

654.5

206.0

112.6

272.5

63.4

Financial year to date

7,047.3

5,029.8

1,921.7

1,917.3

1,190.8

2,017.5

654.5

347.5  
 808.5  
 207.0  
 Gold in process and inventory change\*  
 March 2004  
 15.0  
 -  
 -  
 -  
 -  
 15.0  
 (7.2)  
 (2.8)  
 17.9  
 7.1  
 December 2003  
 21.9  
 -  
 -  
 -  
 -  
 21.9  
 11.9  
 8.2  
 (4.7)  
 6.5  
 Financial year to date  
 73.3  
 -  
 -  
 -  
 -  
 73.3  
 15.7  
 4.9  
 25.6  
 27.1  
 Less:  
 Rehabilitation costs  
 March 2004  
 10.3  
 9.2  
 2.8  
 5.5  
 0.9  
 1.1  
 0.2  
 0.2  
 0.5  
 0.2  
 December 2003

10.0  
9.0  
2.8  
5.4  
0.8  
1.0  
0.1  
0.3  
0.4  
0.2  
Financial year to date  
30.5  
27.2  
8.4  
16.2  
2.6  
3.3  
0.5  
0.8  
1.4  
0.6  
Production taxes  
March 2004  
7.6  
7.6  
0.3  
5.0  
2.3  
-  
-  
-  
-  
-  
December 2003  
8.7  
8.7  
2.1  
4.9  
1.7  
-  
-  
-  
-  
-  
Financial year to date  
24.1  
24.1  
4.3  
14.3  
5.5  
-

-  
-  
-  
-

General and admin

March 2004

85.3  
57.1  
25.8  
18.6  
12.7  
28.2  
11.5  
3.1  
11.7  
1.9

December 2003

88.4  
61.5  
25.9  
20.9  
14.7  
26.9  
11.5  
2.9  
10.7  
1.8

Financial year to date

256.3  
171.6  
75.3  
58.0  
38.3  
84.7  
35.0  
9.1  
35.5  
5.1

**Cash operating costs**

March 2004

2,262.6  
1,569.9  
608.7  
587.4  
373.8  
692.7  
210.0  
109.6  
293.1  
80.0

December 2003

2,269.5  
1,621.0  
617.2  
620.4  
383.4  
648.5  
206.3  
117.6  
256.7  
67.9  
Financial year to date  
6,809.7  
4,806.9  
1,833.7  
1,828.8  
1,144.4  
2,002.8  
634.7  
342.5  
797.2  
228.4  
Plus:  
Production taxes  
March 2004  
7.6  
7.6  
0.3  
5.0  
2.3  
-  
-  
-  
-  
-  
December 2003  
8.7  
8.7  
2.1  
4.9  
1.7  
-  
-  
-  
-  
-  
Financial year to date  
24.1  
24.1  
4.3  
14.3  
5.5

-  
 -  
 -  
 -  
 -  
 Royalties  
 March 2004  
 30.4  
 -  
 -  
 -  
 -  
 30.4  
 11.5  
 6.5  
 9.1  
 3.3  
 December 2003  
 29.7  
 -  
 -  
 -  
 -  
 29.7  
 11.3  
 6.3  
 8.9  
 3.2  
 Financial year to date  
 89.3  
 -  
 -  
 -  
 -  
 89.3  
 34.7  
 18.4  
 26.6  
 9.6  
**TOTAL CASH COSTS**  
**(2)**  
 March 2004  
 2,300.6  
 1,577.5  
 609.0  
 592.4  
 376.1  
 723.1  
 221.5  
 116.1  
 302.2



83.3  
December 2003  
2,307.9  
1,629.7  
619.3  
625.3  
385.1  
678.2  
217.6  
123.9  
265.6  
71.1  
Financial year to date  
6,923.1  
4,831.0  
1,838.0  
1,843.1  
1,149.9  
2,092.1  
669.4  
360.9  
823.8  
238.0  
Plus:  
Amortisation\*  
March 2004  
281.3  
143.2  
60.1  
62.0  
21.1  
138.1  
23.4  
14.5  
100.2  
December 2003  
285.4  
137.4  
53.5  
63.2  
20.7  
148.0  
25.2  
12.0  
110.8  
Financial year to date  
846.1  
418.2  
170.7  
184.7  
62.8

427.9

76.1

40.9

310.9

Rehabilitation

March 2004

10.3

9.2

2.8

5.5

0.9

1.1

0.2

0.2

0.7

December 2003

10.0

9.0

2.8

5.4

0.8

1.0

0.1

0.3

0.6

Financial year to date

30.5

27.2

8.4

16.2

2.6

3.3

0.5

0.8

2.0

**TOTAL PRODUCTION COSTS**

**(3)**

March 2004

2,592.2

1,729.9

671.9

659.9

398.1

862.3

245.1

130.8

486.4

December 2003

2,603.3

1,776.1

675.6

693.9

406.6

827.2

242.9

136.2

448.1

Financial year to date

7,799.7

5,276.4

2,017.1

2,044.0

1,215.3

2,523.3

746.0

402.6

1,374.7

**Gold sold - thousand ounces**

March 2004

1,095.3

695.2

289.6

250.9

154.7

400.1

137.4

78.1

131.8

52.8

December 2003

1,107.6

698.1

272.3

265.1

160.8

409.5

141.8

77.5

140.1

50.1

Financial year to date

3,304.4

2,103.9

850.9

778.4

474.7

1,200.4

426.9

225.8

399.0

148.8

**TOTAL CASH COSTS - US\$/oz**

March 2004

309  
334  
310  
348  
358  
266  
237  
219  
338  
232

December 2003

308  
345  
336  
349  
354  
245  
227  
236  
280  
210

Financial year to date

299  
328  
309  
338  
346  
249  
224  
228  
295  
229

**TOTAL PRODUCTION COSTS - US\$/oz**

March 2004

349  
366  
342  
387  
379  
317  
263  
247  
388

December 2003

348  
376  
367  
387  
374  
299

253
260
348
Financial year to date
337
358
339
375
366
300
250
256
359

**DEFINITIONS**

Total cash costs and Total production costs are calculated in accordance with the Gold Institute industry standard.

(1)

Operating costs - All gold mining related costs before amortisation/depreciation, changes in gold inventory, taxation and exceptional items.

(2)

Total cash costs - Operating costs less off-mine costs, including general and administration costs, as detailed in the table above.

(3)

Total production costs - Total cash costs plus amortisation/depreciation and rehabilitation provisions, as detailed in the table above.

\* Adjusted for amortisation/depreciation (non-cash item) excluded from gold in process change.

Average exchange rates are US\$1 = R6.79 and US\$1 = R6.76 for the March 2004 and December 2003 quarters respectively.





13 Q3F2004

Operating and Financial Results

S A R A N D

**SA Operations**

**Total Mine**

**Operations**

**Total**

**Driefontein**

**Kloof**

**Beatrix**

**Operating Results**

Ore milled / treated (000 tons)

March 2004

11,815

4,335

1,655

1,227

1,453

December 2003

11,640

4,232

1,558

1,284

1,390

Financial year to date

34,952

12,800

4,816

3,758

4,226

Yield (grams per ton)

March 2004

2.9

5.0

5.4

6.4

3.3

December 2003

3.0

5.1

5.4

6.4

3.6

Financial year to date

2.9

5.1

5.5

6.4

3.5

Gold produced (kilograms)

March 2004



34,069

21,624

9,008

7,803

4,813

December 2003

34,451

21,714

8,469

8,244

5,001

Financial year to date

102,777

65,440

26,465

24,210

14,765

Gold sold (kilograms)

March 2004

34,069

21,624

9,008

7,803

4,813

December 2003

34,451

21,714

8,469

8,244

5,001

Financial year to date

102,777

65,440

26,465

24,210

14,765

Gold price received (Rand per kilogram)

March 2004

88,887

88,665

88,321

88,633

89,362

December 2003

84,842

84,586

84,579

85,104

83,743

Financial year to date

86,630

86,424

86,189

86,625

86,515

Total cash costs (Rand per kilogram)

March 2004

67,528

72,951

67,607

75,920

78,143

December 2003

66,991

75,053

73,126

75,849

77,005

Financial year to date

67,360

73,823

69,450

76,130

77,880

Total production costs (Rand per kilogram)

March 2004

76,087

79,999

74,589

84,570

82,713

December 2003

75,565

81,795

79,773

84,170

81,304

Financial year to date

75,890

80,630

76,218

84,428

82,310

Operating costs (Rand per ton)

March 2004

199

379

385

502

268

December 2003

202

402  
 416  
 507  
 288  
 Financial year to date  
 202  
 393  
 399  
 510  
 282

**Financial Results (Rand million)**

Revenue

March 2004

3,028.3

1,917.3

795.6

691.6

430.1

December 2003

2,922.9

1,836.7

716.3

701.6

418.8

Financial year to date

8,903.6

5,655.6

2,281.0

2,097.2

1,277.4

Operating costs

March 2004

2,350.8

1,643.8

637.6

616.5

389.7

December 2003

2,354.7

1,700.2

648.0

651.6

400.6

Financial year to date

7,047.3

5,029.8

1,921.7

1,917.3

1,190.8

Gold inventory change

March 2004

22.0  
 -  
 -  
 -  
 -  
 December 2003  
 23.6  
 -  
 -  
 -  
 -  
 Financial year to date  
 86.4  
 -  
 -  
 -  
**Operating profit**  
 March 2004  
 655.5  
 273.5  
 158.0  
 75.1  
 40.4  
 December 2003  
 544.6  
 136.5  
 68.3  
 50.0  
 18.2  
 Financial year to date  
 1,769.9  
 625.8  
 359.3  
 179.9  
 86.6  
 Amortisation of mining assets  
 March 2004  
 274.3  
 143.2  
 60.1  
 62.0  
 21.1  
 December 2003  
 283.8  
 137.5  
 53.6  
 63.2  
 20.7  
 Financial year to date  
 833.1

418.3  
 170.8  
 184.7  
 62.8  
**Net operating profit**  
 March 2004  
 381.2  
 130.3  
 97.9  
 13.1  
 19.3  
 December 2003  
 260.8  
 (1.0)  
 14.7  
 (13.2)  
 (2.5)  
 Financial year to date  
 936.8  
 207.5  
 188.5  
 (4.8)  
 23.8  
 Other income/(expenses)  
 March 2004  
 56.3  
 (42.3)  
 (18.1)  
 (12.5)  
 (11.7)  
 December 2003  
 120.9  
 (17.0)  
 (11.0)  
 (1.4)  
 (4.6)  
 Financial year to date  
 232.0  
 (69.8)  
 (35.3)  
 (18.0)  
 (16.5)  
**Profit before taxation**  
 March 2004  
 437.5  
 88.0  
 79.8  
 0.6  
 7.6  
 December 2003  
 381.7

(18.0)  
3.7  
(14.6)  
(7.1)  
Financial year to date  
1,168.8  
137.7  
153.2  
(22.8)  
7.3  
Mining and income taxation  
March 2004  
78.1  
(31.7)  
(20.2)  
(14.5)  
3.0  
December 2003  
95.4  
(22.7)  
(4.5)  
(15.5)  
(2.7)  
Financial year to date  
227.0  
(116.6)  
(66.8)  
(54.0)  
4.2  
- Normal  
taxation  
March 2004  
54.0  
18.2  
5.6  
6.2  
6.4  
December 2003  
34.2  
(0.2)  
(0.1)  
(0.3)  
0.2  
Financial year to date  
123.2  
19.3  
6.1  
6.5  
6.7  
- Deferred  
taxation

March 2004

24.1

(49.9)

(25.8)

(20.7)

(3.4)

December 2003

61.2

(22.5)

(4.4)

(15.2)

(2.9)

Financial year to date

103.8

(135.9)

(72.9)

(60.5)

(2.5)

Exceptional items

March 2004

(1.6)

(1.6)

(0.9)

(0.7)

-

December 2003

(0.2)

(2.1)

(1.0)

(1.2)

0.1

Financial year to date

186.6

183.5

185.3

(1.9)

0.1

**Net earnings**

March 2004

357.8

118.1

99.1

14.4

4.6

December 2003

286.1

2.6

7.2

(0.3)

(4.3)

Financial year to date

1,128.4

437.8

405.3

29.3

3.2

**Capital expenditure (Rand million)**

March 2004

703.9

152.7

29.0

56.9

66.8

December 2003

586.1

251.9

81.7

87.4

82.8

Financial year to date

1,825.9

693.2

198.6

268.0

226.6

Planned for next six months to September 2004

1,981.1

432.6

136.5

147.4

148.7







Q3F2004 14

Operating and Financial Results

SARAND

**International**

**Ghana**

**Australia #**

**Total**

**Tarkwa**

**Damang**

**St Ives**

**Agnew**

**Operating Results**

Ore milled / treated (000 tons)

March 2004

7,480

4,165

1,301

1,723

291

December 2003

7,408

3,918

1,358

1,845

287

Financial year to date

22,152

12,163

3,845

5,256

888

Yield (grams per ton)

March 2004

1.7

1.0

1.9

2.4

5.6

December 2003

1.7

1.1

1.8

2.4

5.4

Financial year to date

1.7

1.1

1.8

2.4

5.2

Gold produced (kilograms)

March 2004

12,445

4,274

2,430

4,099

1,642

December 2003

12,737

4,409

2,411

4,359

1,558

Financial year to date

37,337

13,278

7,022

12,409

4,628

Gold sold (kilograms)

March 2004

12,445

4,274

2,430

4,099

1,642

December 2003

12,737

4,409

2,411

4,359

1,558

Financial year to date

37,337

13,278

7,022

12,409

4,628

Gold price received (Rand per kilogram)

March 2004

89,273

88,956

89,177

89,729

89,099

December 2003

85,279

85,076

86,105

84,997

85,366

Financial year to date

86,991

86,768

87,098

87,179

86,971

Total cash costs (Rand per kilogram)

March 2004

58,104

51,825

47,778

73,725

50,731

December 2003

53,246

49,354

51,389

60,931

45,635

Financial year to date

56,033

50,414

51,396

66,387

51,426

Total production costs (Rand per kilogram)

March 2004

69,289

57,347

53,827

84,724

December 2003

64,945

55,092

56,491

75,731

Financial year to date

67,582

56,183

57,334

80,689

Operating costs (Rand per ton)

March 2004

95

55

89

167

258

December 2003

88

53

83

148  
 221  
 Financial year to date  
 91  
 54  
 90  
 154  
 233

**Financial Results (Rand million)**

Revenue

March 2004

1,111.0

380.2

216.7

367.8

146.3

December 2003

1,086.2

375.1

207.6

370.5

133.0

Financial year to date

3,248.0

1,152.1

611.6

1,081.8

402.5

Operating costs

March 2004

707.0

228.9

115.7

287.4

75.0

December 2003

654.5

206.0

112.6

272.5

63.4

Financial year to date

2,017.5

654.5

347.5

808.5

207.0

Gold inventory change

March 2004

22.0

(8.0)

(2.8)  
 22.4  
 10.4  
 December 2003  
 23.6  
 12.7  
 8.2  
 (5.7)  
 8.4  
 Financial year to date  
 86.4  
 16.6  
 4.9  
 32.7  
 32.2  
**Operating profit**  
 March 2004  
 382.0  
 159.3  
 103.8  
 58.0  
 60.9  
 December 2003  
 408.1  
 156.4  
 86.8  
 103.7  
 61.2  
 Financial year to date  
 1,144.1  
 481.0  
 259.2  
 240.6  
 163.3  
 Amortisation of mining assets  
 March 2004  
 131.1  
 24.2  
 14.5  
 92.4  
 December 2003  
 146.3  
 24.4  
 12.0  
 109.9  
 Financial year to date  
 414.8  
 75.2  
 40.9  
 298.7  
**Net operating profit**

March 2004

250.9

135.1

89.3

26.6

December 2003

261.8

132.0

74.8

55.0

Financial year to date

729.3

405.8

218.3

105.3

Other income/(expenses)

March 2004

98.6

2.8

0.1

95.7

December 2003

137.9

1.7

0.3

135.9

Financial year to date

301.8

5.9

(0.5)

296.4

**Profit before taxation**

March 2004

349.5

137.9

89.4

122.3

December 2003

399.7

133.7

75.1

190.9

Financial year to date

1,031.1

411.7

217.8

401.7

Mining and income taxation

March 2004

109.8

56.0



8.6  
 45.2  
 December 2003  
 118.1  
 54.1  
 7.3  
 56.7  
 Financial year to date  
 343.6  
 166.7  
 39.9  
 137.0  
 - Normal  
 taxation  
 March 2004  
 35.8  
 14.6  
 8.8  
 12.4  
 December 2003  
 34.4  
 14.3  
 8.0  
 12.1  
 Financial year to date  
 103.9  
 44.1  
 23.6  
 36.2  
 - Deferred  
 taxation  
 March 2004  
 74.0  
 41.4  
 (0.2)  
 32.8  
 December 2003  
 83.7  
 39.8  
 (0.7)  
 44.6  
 Financial year to date  
 239.7  
 122.6  
 16.3  
 100.8  
 Exceptional items  
 March 2004  
 -  
 -  
 -

-  
 December 2003  
 1.9  
 -  
 -  
 1.9  
 Financial year to date  
 3.1  
 -  
 -  
 3.1  
**Net earnings**  
 March 2004  
 239.7  
 81.9  
 80.8  
 77.0  
 December 2003  
 283.5  
 79.6  
 67.8  
 136.1  
 Financial year to date  
 690.6  
 245.0  
 177.9  
 267.8  
**Capital expenditure (Rand million)**  
 March 2004  
 551.2  
 281.3  
 0.9  
 238.9  
 30.1  
 December 2003  
 334.2  
 189.1  
 5.0  
 106.6  
 33.5  
 Financial year to date  
 1,132.7  
 551.4  
 13.2  
 471.2  
 96.9  
 Planned for next six months to September 2004  
 1,548.5  
 730.7  
 21.1  
 697.1

99.6

# As a significant portion of the acquisition price was allocated to tenements of St Ives and Agnew on endowment ounces and also as these two Australian operations are entitled to transfer and then off-set tax losses from one company to another, it is not meaningful to split the income statement below operating profit.





15 Q3F2004

Operating and Financial Results

USDOLLARS

**SA Operations**

**Total Mine**

**Operations**

**Total**

**Driefontein**

**Kloof**

**Beatrix**

**Operating Results**

Ore milled / treated (000 tons)

March 2004

11,815

4,335

1,655

1,227

1,453

December 2003

11,640

4,232

1,558

1,284

1,390

Financial year to date

34,952

12,800

4,816

3,758

4,226

Yield (ounces per ton)

March 2004

0.093

0.160

0.175

0.204

0.106

December 2003

0.095

0.165

0.175

0.206

0.116

Financial year to date

0.095

0.164

0.177

0.207

0.112

Gold produced (000 ounces)

March 2004

1,095.3

695.2

289.6

250.9

154.7

December 2003

1,107.6

698.1

272.3

265.1

160.8

Financial year to date

3,304.4

2,103.9

850.9

778.4

474.7

Gold sold (000 ounces)

March 2004

1,095.3

695.2

289.6

250.9

154.7

December 2003

1,107.6

698.1

272.3

265.1

160.8

Financial year to date

3,304.4

2,103.9

850.9

778.4

474.7

Gold price received (Dollars per ounce)

March 2004

407

406

405

406

409

December 2003

390

389

389

392

385

Financial year to date

385

384
383
385
384
Total cash costs (Dollars per ounce)
March 2004
309
334
310
348
358
December 2003
308
345
336
349
354
Financial year to date
299
328
309
338
346
Total production costs (Dollars per ounce)
March 2004
349
366
342
387
379
December 2003
348
376
367
387
374
Financial year to date
337
358
339
375
366
Operating costs (Dollars per ton)
March 2004
29
56
57
74
39
December 2003
30



59  
 62  
 75  
 43  
 Financial year to date  
 29  
 56  
 57  
 73  
 40

**Financial Results (\$ million)**

Revenue

March 2004

444.4

281.4

116.6

101.6

63.1

December 2003

430.7

270.9

105.8

103.4

61.7

Financial year to date

1,271.9

807.9

325.9

299.6

182.5

Operating costs

March 2004

345.3

241.6

93.7

90.7

57.3

December 2003

346.7

250.3

95.4

95.9

59.0

Financial year to date

1,006.8

718.5

274.5

273.9

170.1

Gold inventory change

March 2004

3.2	
-	
-	
-	
-	
December 2003	
3.6	
-	
-	
-	
-	
Financial year to date	
12.4	
-	
-	
-	
<b>Operating profit</b>	
March 2004	
95.9	
39.8	
23.0	
10.9	
5.9	
December 2003	
80.4	
20.7	
10.5	
7.4	
2.7	
Financial year to date	
252.8	
89.4	
51.3	
25.7	
12.4	
Amortisation of mining assets	
March 2004	
40.3	
21.0	
8.8	
9.1	
3.1	
December 2003	
41.7	
20.3	
7.9	
9.3	
3.1	
Financial year to date	
119.0	

59.8  
 24.4  
 26.4  
 9.0  
**Net operating profit**  
 March 2004  
 55.6  
 18.8  
 14.2  
 1.8  
 2.8  
 December 2003  
 38.7  
 0.4  
 2.6  
 (1.8)  
 (0.3)  
 Financial year to date  
 133.8  
 29.6  
 26.9  
 (0.7)  
 3.4  
 Other income/(expenses)  
 March 2004  
 8.4  
 (6.1)  
 (2.6)  
 (1.8)  
 (1.7)  
 December 2003  
 17.4  
 (2.5)  
 (1.6)  
 (0.2)  
 (0.6)  
 Financial year to date  
 33.1  
 (10.0)  
 (5.0)  
 (2.6)  
 (2.4)  
**Profit before taxation**  
 March 2004  
 64.0  
 12.7  
 11.5  
 -  
 1.1  
 December 2003  
 56.1

(2.1)  
 1.0  
 (2.1)  
 (1.0)  
 Financial year to date  
 167.0  
 19.7  
 21.9  
 (3.3)  
 1.0  
 Mining and income taxation  
 March 2004  
 11.5  
 (4.7)  
 (3.0)  
 (2.2)  
 0.4  
 December 2003  
 13.8  
 (3.6)  
 (0.9)  
 (2.3)  
 (0.4)  
 Financial year to date  
 32.4  
 (16.7)  
 (9.5)  
 (7.7)  
 0.6  
 - Normal  
 taxation  
 March 2004  
 7.9  
 2.6  
 0.8  
 0.9  
 0.9  
 December 2003  
 5.0  
 -  
 -  
 -  
 -  
 Financial year to date  
 17.6  
 2.8  
 0.9  
 0.9  
 1.0  
 - Deferred  
 taxation

March 2004

3.6

(7.3)

(3.8)

(3.0)

(0.5)

December 2003

8.7

(3.6)

(0.9)

(2.3)

(0.4)

Financial year to date

14.8

(19.4)

(10.4)

(8.6)

(0.4)

Exceptional items

March 2004

0.2

0.1

0.2

(0.1)

-

December 2003

1.2

0.9

1.1

(0.2)

-

Financial year to date

26.7

26.2

26.5

(0.3)

-

**Net earnings**

March 2004

61.7

17.5

14.8

2.1

0.7

December 2003

43.5

2.5

2.9

0.1

(0.6)

Financial year to date

161.2

62.5

57.9

4.2

0.5

**Capital expenditure (\$ million)**

March 2004

116.7

27.6

5.8

10.4

11.5

December 2003

88.9

38.6

12.5

13.5

12.6

Financial year to date

280.0

106.3

30.5

41.1

34.8

Planned for next six months to September 2004

303.8

66.3

20.9

22.6

22.8

Average exchange rates are US\$1 = R6.79 and US\$1 = R6.76 for the March 2004 and December 2003 quarters respectively.

Figures may not add as they are rounded independently.







Q3F2004 16

Operating and Financial Results

USDOLLARS

**International**

**Australian Dollars**

**Ghana**

**Australia #**

**Australia #**

**Total**

**Tarkwa**

**Damang**

**St Ives**

**Agnew**

**St Ives**

**Agnew**

**Operating Results**

Ore milled / treated (000 tons)

March 2004

7,480

4,165

1,301

1,723

291

1,723

291

December 2003

7,408

3,918

1,358

1,845

287

1,845

287

Financial year to date

22,152

12,163

3,845

5,256

888

5,256

888

Yield (ounces per ton)

March 2004

0.053

0.033

0.060

0.076

0.181

0.076

0.181

December 2003

0.055  
0.036  
0.057  
0.076  
0.175  
0.076  
0.175  
Financial year to date  
0.054  
0.035  
0.059  
0.076  
0.168  
0.076  
0.168  
Gold produced (000 ounces)  
March 2004  
400.1  
137.4  
78.1  
131.8  
52.8  
131.8  
52.8  
December 2003  
409.5  
141.8  
77.5  
140.1  
50.1  
140.1  
50.1  
Financial year to date  
1,200.4  
426.9  
225.8  
399.0  
148.8  
399.0  
148.8  
Gold sold (000 ounces)  
March 2004  
400.1  
137.4  
78.1  
131.8  
52.8  
131.8  
52.8  
December 2003  
409.5

141.8

77.5

140.1

50.1

140.1

50.1

Financial year to date

1,200.4

426.9

225.8

399.0

148.8

399.0

148.8

Gold price received (Dollars per ounce)

March 2004

409

407

408

411

408

538

534

December 2003

392

391

396

391

393

551

553

Financial year to date

387

386

387

387

387

546

544

Total cash costs (Dollars per ounce)

March 2004

266

237

219

338

233

442

304

December 2003

245

227

236
280
210
395
296
Financial year to date
249
224
228
295
229
415
322
Total production costs (Dollars per ounce)
March 2004
317
263
246
388
508
December 2003
299
253
260
348
491
Financial year to date
300
250
256
359
505
Operating costs (Dollars per ton)
March 2004
14
8
13
25
38
32
50
December 2003
13
8
12
22
33
31
46
Financial year to date
13

8

13

22

33

31

47

**Financial Results (\$ million)**

Revenue

March 2004

163.0

55.9

31.8

54.0

21.4

70.8

28.3

December 2003

159.7

55.4

30.4

54.4

19.5

76.7

27.5

Financial year to date

464.0

164.6

87.4

154.5

57.5

217.7

81.0

Operating costs

March 2004

103.6

33.6

17.0

42.1

11.0

55.5

14.5

December 2003

96.4

30.4

16.6

40.0

9.4

56.4

13.1

Financial year to date

288.2

93.5  
49.6  
115.5  
29.6  
162.7  
41.6  
Gold inventory change  
March 2004  
3.2  
(1.1)  
(0.4)  
3.1  
1.5  
4.5  
2.0  
December 2003  
3.6  
1.9  
1.2  
(0.7)  
1.3  
(1.2)  
1.8  
Financial year to date  
12.4  
2.4  
0.7  
4.7  
4.7  
6.6  
6.5  
**Operating profit**  
March 2004  
56.1  
23.4  
15.2  
8.7  
8.9  
10.8  
11.8  
December 2003  
59.8  
23.1  
12.7  
15.1  
8.9  
21.4  
12.6  
Financial year to date  
163.4  
68.7

37.0  
 34.4  
 23.2  
 48.4  
 32.9  
 Amortisation of mining assets  
 March 2004  
 19.3  
 3.6  
 2.1  
 13.6  
 17.7  
 December 2003  
 21.5  
 3.6  
 1.8  
 16.1  
 22.7  
 Financial year to date  
 59.3  
 10.7  
 5.8  
 42.7  
 60.1  
**Net operating profit**  
 March 2004  
 36.8  
 19.8  
 13.0  
 4.0  
 5.0  
 December 2003  
 38.3  
 19.5  
 10.9  
 7.9  
 11.3  
 Financial year to date  
 104.2  
 58.0  
 31.2  
 15.0  
 21.2  
 Other income/(expenses)  
 March 2004  
 14.5  
 0.4  
 -  
 14.1  
 18.3  
 December 2003

19.8  
 0.2  
 -  
 19.6  
 28.0  
 Financial year to date  
 43.1  
 0.8  
 (0.1)  
 42.3  
 59.6  
**Profit before taxation**  
 March 2004  
 51.3  
 20.3  
 13.0  
 18.0  
 23.3  
 December 2003  
 58.1  
 19.7  
 10.9  
 27.5  
 39.3  
 Financial year to date  
 147.3  
 58.8  
 31.1  
 57.4  
 80.8  
 Mining and income taxation  
 March 2004  
 16.2  
 8.2  
 1.3  
 6.6  
 8.7  
 December 2003  
 17.4  
 8.0  
 1.2  
 8.2  
 11.7  
 Financial year to date  
 49.1  
 23.8  
 5.7  
 19.6  
 27.6  
 - Normal  
 taxation



March 2004

5.3

2.1

1.3

1.8

2.4

December 2003

5.1

2.1

1.2

1.8

2.5

Financial year to date

14.8

6.3

3.4

5.2

7.3

- Deferred

taxation

March 2004

10.9

6.1

-

4.8

6.3

December 2003

12.3

5.9

-

6.4

9.2

Financial year to date

34.2

17.5

2.3

14.4

20.3

Exceptional items

March 2004

-

-

-

-

-

December 2003

0.3

-

-

0.3

0.4

Financial year to date

0.4

-

-

0.4

0.6

**Net earnings**

March 2004

44.2

12.0

11.7

11.5

14.6

December 2003

41.0

11.7

9.7

19.5

28.0

Financial year to date

98.7

35.0

25.4

38.3

53.9

**Capital expenditure (\$ million)**

March 2004

89.1

45.3

0.2

38.5

5.1

50.1

6.5

December 2003

50.3

28.1

0.8

16.4

5.1

20.5

6.5

Financial year to date

173.7

84.6

2.0

72.3

14.9

96.2

19.8

Planned for next six months to September 2004

237.5

112.1

3.2

106.9

15.3

142.3

20.3

Average exchange rates are US\$1 = R6.79 and US\$1 = R6.76 for the March 2004 and December 2003 quarters respectively. The Australian Dollar exchange rates were AU\$1 = R5.19 and AU\$1 = R4.80 for the March 2004 and December 2003 quarters respectively.

# As a significant portion of the acquisition price was allocated to tenements of St Ives and Agnew on endowment ounces and also as these two Australian operations are entitled to transfer and then off-set tax losses from one company to another, it is not meaningful to split the income statement below operating profit.

Figures may not add as they are rounded independently.





17 Q3F2004

Underground and Surface

SAR and Metric Units

SA OPERATIONS

INTERNATIONAL

**Ghana**

**Australia**

**Operating Results**

**Total Mine**

**Operations**

**Total**

**Driefontein**

**Kloof**

**Beatrix**

**Total**

**Tarkwa**

**Damang**

**St Ives**

**Agnew**

Ore milled / treated (000 ton)

- underground

March 2004

3,148

2,585

838

744

1,003

563

-

-

442

121

December 2003

3,306

2,871

950

921

1,000

435

-

-

326

109

Financial year to date

9,889

8,473

2,782

2,634

3,057

1,416

-

-  
1,091  
325  
- surface  
March 2004  
8,667  
1,750  
817  
483  
450  
6,917  
4,165  
1,301  
1,281  
170  
December 2003  
8,334  
1,361  
608  
363  
390  
6,973  
3,918  
1,358  
1,519  
178  
Financial year to date  
25,063  
4,327  
2,034  
1,124  
1,169  
20,736  
12,163  
3,845  
4,165  
563  
- total  
March 2004  
11,815  
4,335  
1,655  
1,227  
1,453  
7,480  
4,165  
1,301  
1,723  
291  
December 2003  
11,640

4,232  
1,558  
1,284  
1,390  
7,408  
3,918  
1,358  
1,845  
287  
Financial year to date  
34,952  
12,800  
4,816  
3,758  
4,226  
22,152  
12,163  
3,845  
5,256  
888  
Yield (grams per ton)  
- underground  
March 2004  
7.2  
7.4  
8.6  
10.0  
4.5  
6.1  
-  
-  
4.6  
11.3  
December 2003  
6.8  
6.9  
7.5  
8.6  
4.7  
6.4  
-  
-  
4.5  
11.9  
Financial year to date  
6.9  
7.0  
8.0  
8.8  
4.6  
6.3



-  
-  
4.8  
11.7  
- surface  
March 2004  
1.3  
1.4  
2.2  
0.7  
0.6  
1.3  
1.0  
1.9  
1.6  
1.6  
December 2003  
1.4  
1.4  
2.3  
0.8  
0.7  
1.4  
1.1  
1.8  
1.9  
1.5  
Financial year to date  
1.4  
1.4  
2.0  
0.8  
0.7  
1.4  
1.1  
1.8  
1.7  
1.5  
- combined  
March 2004  
2.9  
5.0  
5.4  
6.4  
3.3  
1.7  
1.0  
1.9  
2.4  
5.6  
December 2003

3.0  
 5.1  
 5.4  
 6.4  
 3.6  
 1.7  
 1.1  
 1.8  
 2.4  
 5.4  
 Financial year to date  
 2.9  
 5.1  
 5.5  
 6.4  
 3.5  
 1.7  
 1.1  
 1.8  
 2.4  
 5.2  
 Gold produced (kilograms)  
 - underground  
 March 2004  
 22,615  
 19,193  
 7,191  
 7,466  
 4,536  
 3,422  
 -  
 -  
 2,054  
 1,368  
 December 2003  
 22,529  
 19,763  
 7,092  
 7,958  
 4,713  
 2,766  
 -  
 -  
 1,468  
 1,298  
 Financial year to date  
 68,521  
 59,536  
 22,299  
 23,304  
 13,933

8,985

-

-

5,198

3,787

- surface

March 2004

11,454

2,431

1,817

337

277

9,023

4,274

2,430

2,045

274

December 2003

11,922

1,951

1,377

286

288

9,971

4,409

2,411

2,891

260

Financial year to date

34,256

5,904

4,166

906

832

28,352

13,278

7,022

7,211

841

- total

March 2004

34,069

21,624

9,008

7,803

4,813

12,445

4,274

2,430

4,099

1,642

December 2003

34,451

21,714

8,469

8,244

5,001

12,737

4,409

2,411

4,359

1,558

Financial year to date

102,777

65,440

26,465

24,210

14,765

37,337

13,278

7,022

12,409

4,628

Operating costs (Rand per ton)

- underground

March 2004

554

597

694

790

374

356

-

-

326

465

December 2003

539

565

635

685

387

373

-

-

355

428

Financial year to date

538

565

642

702

376  
374  
-  
-  
346  
467  
- surface  
March 2004  
70  
57  
69  
59  
32  
73  
55  
89  
112  
111  
December 2003  
69  
58  
74  
56  
36  
71  
53  
83  
103  
94  
Financial year to date  
69  
56  
67  
60  
36  
72  
54  
90  
103  
98  
- total  
March 2004  
199  
379  
385  
502  
268  
95  
55  
89  
167

258

December 2003

202

402

416

507

288

88

53

83

148

221

Financial year to date

202

393

399

510

282

91

54

90

154

233







Q3F2004 18

## Development Results

Development values represent the actual results of sampling and no allowance has been made for any adjustments which may be necessary when estimating ore reserves. All figures below exclude shaft sinking metres

Driefontein

March 2004

quarter

December 2003

quarter

Year to date

F2004

**Reef**

Carbon

Leader

Main VCR

Carbon

Leader

Main

VCR

Carbon

Leader

Main VCR

Advanced

(m)

4,774

958 1,511 5,382

970

1,571 15,351 3,077 4,654

Advanced on reef

(m)

814 274 171 765

370

285 2,434 1,028 587

Sampled

(m)

768 303 144 609

276

234 2,277 795 492

Channel width

(cm)

135

34

36 130

57

104 128 56 82

Average value

-

(g/t)

18.3 14.7 49.7 14.9

8.5

20.8 17.3 10.6 27.4

- (cm.g/t)  
 2,475  
 508 1,788 1,935  
 486  
 2,163 2,209 587 2,257  
 Kloof  
 March 2004  
 quarter  
 December 2003  
 quarter  
 Year to date  
 F2004  
**Reef**  
 Carbon  
 Leader  
 Kloof Main VCR  
 Carbon  
 Leader  
 Kloof  
 Main  
 VCR  
 Carbon  
 Leader  
 Kloof Main VCR  
 Advanced  
 (m)  
 -  
 1,533  
 138  
 7,374  
 14  
 370  
 1,894 10,268  
 14 2,387 3,792 27,327  
 Advanced on reef  
 (m)  
 -  
 713  
 70  
 1,276  
 14  
 193  
 516  
 1,664  
 14 1,106 1,09 5 4,754  
 Sampled  
 (m)  
 -  
 588  
 54

1,149	6			
150				
378				
1,086	6	897	891	
3,663				
Channel width (cm)				
-				
122				
89				
97				
46				
93				
78				
92	46	112	74	88
Average value				
-				
(g/t)				
-				
20.6				
8.7				
30.0				
5.4				
15.6				
12.5				
28.4	5.4	17.3	12.5	29.3
- (				
cm.g/t)				
-				
2,511				
768				
2,894				
247				
1,442				
975				
2,621	247			
1,936	927			
2,588				
<b>Beatrix</b>				
March 2004				
quarter				
December 2003				
quarter				
Year to date				
F2004				
<b>Reef</b>				
Beatrix	Kalkoenkrans			
Beatrix				
Kalkoenkrans		Beatrix		
Kalkoenkrans				

Advanced		
(m)		
7,837	2,207	8,732
2,797	25,801	7,564
Advanced on reef		
(m)		
1,296		
545	1,850	
699	5,339	1,921
Sampled		
(m)		
1,101		
537	1,719	
741	5,175	1,929
Channel width		
(cm)		
82	157	68
141	76	137
Average value		
-		
(g/t)		
12.2	14.7	13.2
21.0	12.9	17.1
-		
(cm.g/t)		
1,003	2,320	
895		
2,972	974	
2,354		





19 Q3F2004

CONTACT

DETAILS

**CORPORATE**

**OFFICE**

Gold Fields Limited

24 St Andrews Road

Parktown

Johannesburg

2193

Postnet Suite 252

Private Bag x 30500

Houghton 2041

Tel: +27 11 644-2400

Fax: +27 11 484-0626

London Office

St James' Corporate Services

Limited

6 St James' Place

London SW1A 1 NP

Tel: +944 207 499-3916

Fax: +944 207 491-1989

**DIRECTORS**

C M T Thompson (*Chairman*)

A J Wright (*Deputy Chairman*)

I D Cockerill \* (*Chief Executive Officer*)

K Ansah #

G J Gerwel

N J Holland \* (*Chief Financial Officer*)

J M McMahan \*

G R Parker

#

R L Pennant-Rea \*

P J Ryan

T M G Sexwale

B R van Rooyen

C I von Christierson

Canadian \* British

#

USA

#Ghanaian

**CORPORATE**

**SECRETARY**

C Farrel

24 St Andrews Road

Parktown Johannesburg

2193

Postnet Suite 252

Private Bag x 30500

Houghton 2041

Tel: +27 11 644-2406

Fax: +27 11 484-0626

**INVESTOR  
RELATIONS**

Willie Jacobsz

Tel: +27 11 644-2460

Europe & South Africa

Nerina Bodasing

Tel: +27 11 644-2630

Fax: +27 11 484-0639

E-mail: investors@goldfields.co.za

North America

Cheryl A. Martin

Tel: +1 303 796-8683

Fax: +1 303 796-8293

E-mail: camartin@gfexpl.com

**TRANSFER  
OFFICES**

Johannesburg

Computershare Limited

Ground Floor

70 Marshall Street

Johannesburg, 2001

P O Box 61051

Marshalltown, 2107

Tel: 27 11 370-5000

Fax: 27 11 370-5271

London

Capita Registrars

Bourne House

34 Beckenham Road

Beckenham Kent BR3 4TU

Tel: +944 208 639-2000

Fax: +944 208 658-3430

**AMERICAN DEPOSITARY RECEIPT BANKER**

United States

Bank of New York

101 Barclay Street

New York N.Y. 10286

USA

Tel: +91 212 815-5133

Fax: +91 212 571-3050

United Kingdom

Bank of New York

46 Berkley Street

London

W1X 6AA

Tel: +944 207 322-6341

Fax: +944 207 322-6028

FORWARD

LOOKING

STATEMENTS



Certain statements in this document constitute "forward looking statements" within the meaning of Section 27A of the US Securities Act of 1933 and Section 21E of the US Securities Exchange Act of 1934.

Such forward looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of the company to be materially different from the future results, performance or achievements expressed or implied by such forward looking statements. Such risks, uncertainties and other important factors include among others: economic, business and political conditions in South Africa; decreases in the market price of gold; hazards associated with underground and surface gold mining; labour disruptions; changes in government regulations, particularly environmental regulations; changes in exchange rates; currency devaluations; inflation and other macro-economic factors; and the impact of the AIDS crisis in South Africa. These forward looking statements speak only as of the date of this document.

The company undertakes no obligation to update publicly or release any revisions to these forward looking statements to reflect events or circumstances after the date of this document or to reflect the occurrence of unanticipated events.

**Gold Fields Limited**

**Incorporated in the Republic of South Africa**

**Registration number 1968/004880/06**

**Share code:**

**GFI**

**Issuer code:**

**GOGOF**

**ISIN: ZAE 000018123**





**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.

**GOLD FIELDS LIMITED**

By:

Name: Mr W J Jacobsz

Title: Senior Vice President: Investor

Relations and Corporate Affairs

Date: 6 May 2004