

GOLD FIELDS LTD

Form 6-K

March 09, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K

**Report of Foreign Private Issuer**

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

the Securities Exchange Act of 1934

Dated 08 March 2016

Commission File Number: 001-31318

**GOLD FIELDS LIMITED**

(Translation of registrant's name into English)

150 Helen Rd.

Sandown, Sandton 2196

South Africa

(Address of principal executive offices)

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

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Gold Fields Limited  
(Reg. No. 1968/004880/06)  
(Incorporated in the Republic of South Africa)  
("Gold Fields" or "the Company")

JSE, NYSE, DIFX Share Code: GFI  
ISIN Code: ZAE000018123

**DEALING IN SECURITIES BY DIRECTORS OF GOLD FIELDS LIMITED AND MAJOR SUBSIDIARIES.**

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr NA Chohan and Ms LN Samuel, directors of major subsidiaries Gold Fields Operations Ltd and GFI Joint Venture Holdings (Pty) Ltd, Mr A Baku, a director of a major subsidiary Gold Fields Ghana Ltd, Mr R Weston, A Munt, CW Du Toit and P Woodhouse all directors of a major subsidiary, Gold Fields Australasia Pty Ltd, sold some or all of their shares which were awarded to them in terms of the Gold Fields Limited 2012 Plan, as amended.

**Performance Shares (PS)** are conditionally awarded and the actual number of PS which should be settled to a participant three years after the original award date is determined by the company's performance measured against the performance of seven other major gold mining companies (the peer group) based on the relative change in the Gold Fields share price compared to the basket of respective US dollar share prices of the peer group. The number of shares to be settled will range from 0% to 200% of the conditional award.

Details of the transactions are set out below:

**NA Chohan**

Nature of transaction

On market sale of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

44,904

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R2,853,950.06

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

**NA Chohan**

Nature of transaction

Off market vesting of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

8,000

Class of Security

Ordinary Shares

Market Price per Share

R66.1522

Total Value

R529,217.60

Vesting Period

The award vests on the third

anniversary following grant date

Nature of interest

Direct and Beneficial

**LN Samuel**

Nature of transaction

On market sale of shares in terms of  
the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

33,637

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R2,137,856.72

Vesting Period

The award vests on the third  
anniversary following grant date

Nature of interest

Direct and Beneficial

**LN Samuel**

Nature of transaction

Off market vesting of shares in terms  
of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

44,589

Class of Security

Ordinary Shares

Market Price per Share

R66.1522

Total Value

R2,949,660.45

Vesting Period

The award vests on the third  
anniversary following grant date

Nature of interest

Direct and Beneficial

**A Baku**

Nature of transaction

On market sale of shares in terms of  
the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

21,949

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R1,395,006.01

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

**A Baku**

Nature of transaction

Off market vesting of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

13,169

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R836,978.18

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

**A Munt**

Nature of transaction

On market sale of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

35,676

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R2,267,448.83

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

**P Woodhouse**

Nature of transaction

On market sale of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

38,146

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R2,424,433.88

Vesting Period

The award vests on 12 and 18 months following grant date

Nature of interest

Direct and Beneficial

**CW du Toit**

Nature of transaction

On market sale of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

40,614

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R2,581,291.81

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

**E Balarezo**

Nature of transaction

On market sale of shares in terms of the above 2012 scheme

Transaction Date

04 March 2016

Number of Shares

78,364

Class of Security

Ordinary Shares

Market Price per Share

R63.5567

Total Value

R4,980,557.24

Vesting Period

The award vests on 12 and 18 months

following grant date

Nature of interest

Direct and Beneficial

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

08 March 2016

Sponsor:

JP Morgan Equities Limited

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on

its behalf by the undersigned, thereunto duly authorised.

GOLD FIELDS LIMITED

Dated: 08 March 2016

By:

/s/ Nicholas J. Holland

Name:

Nicholas J. Holland

Title:

Chief Executive Officer