

**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934**

For the month of June 2008  
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- \_\_\_\_\_

Gold Fields Limited  
(Reg. No. 1968/004880/06)  
(Incorporated in the Republic of South Africa)  
Share Code: GFI  
ISIN Code: ZAE000018123

#### **DEALING IN SECURITIES**

In compliance with paragraphs 3.63 - 3.74 of the Listings Requirements of JSE Limited, shareholders are advised that Gold Fields Limited has granted, on 2 June 2008 ("the Grant Date"), Share Appreciation Rights ("SARS") and Performance Vesting Restricted Shares ("PVRs") to the directors and company secretary set out below. These offers were accepted by the directors and company secretary during the period ending 24 June 2008.

SARS are allocated at the volume weighted average price of Gold Fields shares over the 20 trading days preceding the Grant Date. SARS vest after three years and participants have a further three years in which to exercise the SARS. The value of the SARS which a participant may exercise will be the difference between the Fair Market Value at date of exercise and the Fair Market Value on the allocation date. The Company at its sole discretion can decide to settle the SARS by issuing shares of the equivalent value or in cash.

PVRs are conditionally awarded with the final number settled after three years dependent on the performance criteria set being met. The number of shares to be settled will range from 0% to 300% of the conditional award. The determined number of PVRs will be settled to the participant in shares or in cash at the Company's discretion.

Name	NJ Holland
Position	Chief Executive Officer
Company	Gold Fields Limited
No of SARS granted	19 200
SARS strike price	R103.99
No of PVRs granted	27 500
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

Name	TP Goodlace
Position	Chief Operating Officer
Company	Gold Fields Limited
No of SARS granted	21 150
SARS strike price	R103.99
No of PVRs granted	27 750
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

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Name	
Position	Director
Company	GFL Mining Services Limited and GFI Mining South Africa (Pty) Limited
No of SARS granted	12 750
SARS strike price	R103.99
No of PVRs granted	13 950
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

Name	MD Fleischer
Position	Director
Company	GFL Mining Services Limited
No of SARS granted	15 900
SARS strike price	R103.99
No of PVRs granted	19 200
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

Name	VP Pillay
Position	Director
Company	GFL Mining Services Limited
No of SARS granted	15 900
SARS strike price	R103.99
No of PVRs granted	19 200
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

Name	D Roets
Position	Director
Company	GFL Mining Services Limited
No of SARS granted	5 700
SARS strike price	R103.99
No of PVRs granted	6 200
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

Name	C Farrel
Position	Company Secretary
Company	Gold Fields Limited
No of SARS granted	4 350
SARS strike price	R103.99
No of PVRs granted	2 625
PVRs strike price	Nil
Class of underlying security to which rights attach	Ordinary shares
Nature of transaction	Grant of SARS and PVRs
Vesting Period	The PVRs and SARS vest on the third anniversary of the Grant Date
Nature of interest	Direct Beneficial

In accordance with section 3.66 of the Listings Requirements the necessary clearance was obtained to grant the abovementioned SARS and PVRs.

Sponsor: JP Morgan Equities Limited

24 June 2008

## 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**

Date: 30 June 2008

By:

A handwritten signature in dark ink, appearing to read "Willie Jacobsz", is written over a faint, light-colored circular stamp or watermark.

Name: Mr W J Jacobsz  
Title: Senior Vice President: Investor  
Relations and Corporate Affairs