

**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 December 2011  
Commission File Number 1-31318

**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...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)  
("Gold Fields" or "the Company")

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

#### **DEALING IN SECURITIES BY A DIRECTOR**

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr DMJ Ncube, a director of Gold Fields Limited, has acquired (off-market) and sold (on-market) Gold Fields shares being the Restricted Shares allocated to him in terms of The Gold Fields Limited 2005 Non Executive Share Plan.

Details of the transaction are set out below:

	<b>Mr DMJ Ncube</b>
Nature of transaction	On market sale of shares
Transaction Date	01 December 2011
Number of Shares	2 078
Class of Security	Ordinary shares
Price per Share	R137.2000
Total Value	R285.101.60
Vesting Period	The award vests on the third anniversary following the grant date
Nature of interest	Direct and Beneficial

	<b>Mr DMJ Ncube</b>
Nature of transaction	Off market acquisition of shares
Transaction Date	01 December 2011
Number of Shares	2922
Class of Security	Ordinary shares
Price per Share	R137.2000
Total Value	R400,898.40
Vesting Period	The award vests on the third anniversary following the grant date
Nature of interest	Direct and Beneficial

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

02 December 2011  
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 authorized.

**GOLD FIELDS LIMITED**

Date: 2 December 2011

By:

A handwritten signature in black ink, appearing to read "Willie Jacobsz", written in a cursive style.

Name: Mr W J Jacobsz

Title: Senior Vice President: Investor  
Relations and Corporate Affairs