

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 03 December 2014

Commission File Number: 001-31318

GOLD FIELDS LIMITED

(Translation of registrant's name into English)

150 Helen Rd.
Sandown, Sandton 2196
South Africa

(Address of principal executive offices)

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

Form 20-F



Form 40-F

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

DEALINGS IN SECURITIES

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr PA Schmidt a director of Gold Fields Limited, Mr JH Pauley a director of a major subsidiary Gold Fields Orogen BVI Limited, Mr NA Chohan and Ms LN Samuel directors of Gold Fields Operations Limited & GFI Joint Venture Holdings (Pty) Limited, Mr A Baku a director of a major subsidiary Gold Fields Ghana (Pty) Limited, and Mr E Balarezo, a director of a major subsidiary Gold Fields La Cima, Mr BJ Mattison, Ms TL Harmse and Mr JW Jacobsz, prescribed officers, have all sold some or all of their Bonus Shares ("BS") which were awarded to them in terms of the Gold Fields Limited 2012 Share Plan as amended.

Bonus Shares are linked to the annual bonus whereby the equivalent of two-thirds of the cash bonus is granted in Bonus Shares. Details of the transaction are set out below.

Name	PA Schmidt
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	47,311
Class of Security	Ordinary shares
Market Price per share	R44.6113
Total Value	R2,110,605
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	JH Pauley
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	17,224
Class of Security	Ordinary shares
Market Price per share	R44.6113
Total Value	R768,385
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial

Name	NA Chohan
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	7,630
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R340,384
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	NA Chohan
Nature of transaction	Off market vesting of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares	10,537
Class of Security	Ordinary shares
Market Price per Share	R44.7951
Total Value	R472,006
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	LN Samuel
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	19,146
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R854,128
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	A Baku
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	27,235
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R1,214,989
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	E Balarezo
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	38,136
Class of Security	Ordinary shares

Market Price per Share	R44.6113
Total Value	R1,701,297
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	BJ Mattison
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	21,953
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R979,352
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	TL Harmse
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	11,609
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R517,893
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of the Grant Date.
Nature of interest	Direct and Beneficial
Name	JW Jacobsz
Nature of transaction	On market sale of shares in terms of the above scheme
Transaction Date	02 December 2014
Number of Shares - sold	29,420
Class of Security	Ordinary shares
Market Price per Share	R44.6113
Total Value	R1,312,464
Vesting Period	Bonus Shares vest in equal parts on 9 months and 18 months of 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.

03 December 2014

Sponsor:

JP Morgan Equities South Africa (Pty) Ltd

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

GOLD FIELDS LIMITED

Dated: 03 December 2014

By: /s/ Nicholas J. Holland

Name: Nicholas J. Holland
Title: Chief Executive Officer