

GOLD FIELDS LTD

Form 6-K

March 19, 2012

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 March 2012

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- _____

1

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

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr J Pauley, Mr MD Fleischer, Mr TD McKeith, Mr JL Kruger, Mr TW Rowland, Mr MMC Mutloane and Mr SM Govender Directors of major subsidiaries of Gold Fields Limited have retained some or all and/or sold their shares (Performance Vesting Restricted Shares ("PVRs")) which were awarded to them in terms of the Gold Fields Limited 2005 Share Plan, as amended.

Details of the transaction are set out below:

J Pauley

Nature of transaction
On market sale of shares in terms of the above scheme.
Transaction Date
14 March 2012
Number of Shares/Options
16 200
Class of Security
Ordinary Shares
Market Price per Share
R113.8076
Total Value
R1,843,683.12
Vesting Period
The award vests on the third anniversary following grant date
Nature of interest
Direct and Beneficial

MD Fleischer

Nature of transaction
On market sale of shares in terms of the above scheme
Transaction Date
14 March 2012

Number of Shares/Options

69 990

Class of Security

Ordinary Shares

Market Price per Share

R113,8076

Total Value

R7,965,393.92

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

2

TD McKeith

Nature of transaction

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

Transaction Date

14 March 2012

Number of Shares/Options

69 990

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R7,965,393.92

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

JL Kruger

Nature of transaction

On market sale of shares in terms of the above scheme

Transaction Date

14 March 2012

Number of Shares/Options

30 600

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R3,482,512.56

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

TW Rowland

Nature of transaction

On market sale of shares in terms of the above scheme

Transaction Date

14 March 2012

Number of Shares/Options

40 170

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R4,571,651.29

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

MMC Mutloane

Nature of transaction

On market sale of shares in terms of the above scheme

Transaction Date

14 March 2012

Number of Shares/Options

14 790

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R1,683,214.40

Vesting Period

The award vests on the third anniversary following grant date

Nature of interest

Direct and Beneficial

3

SM Govender

Nature of transaction

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

Transaction Date

14 March 2012

Number of Shares/Options

12 798

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R1,456,509.66

Vesting Period

The award vests on the third anniversary following grant date

SM Govender

Nature of transaction

Off market acquisition of shares in terms of the above scheme.

Transaction Date

14 March 2012

Number of Shares/Options

18 042

Class of Security

Ordinary Shares

Market Price per Share

R113.8076

Total Value

R2,053.316.72

Vesting Period

The award vests on the third anniversary following grant date

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

16 March 2012

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.

Date: 16 March 2012

GOLD FIELDS LIMITED

By:

Name: Mr W J Jacobsz

Title: Senior Vice President: Investor
Relations and Corporate Affairs