

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 November 2010
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 DIRECTORS AND COMPANY SECRETARY

In compliance with paragraphs 3.63 to 3.74 of the Listings Requirements of JSE Limited ("the Listings Requirements") we hereby advise that Mr RL Pennant-Rea, a director of Gold Fields Limited, has sold and retained some of his shares (Performance Vesting Restricted Shares ("PVRS")) which were awarded and have now settled to him in terms of The Gold Fields Limited 2005 Share Plan, as amended.

Details of the transaction is set out below:

| | |
|------------------------|---|
| | RL Pennant-Rea |
| Nature of transaction | Off market acquisition of shares in terms of the above scheme |
| Transaction Date | 18 November 2010 |
| Number of Shares | 2700 |
| Class of Security | Ordinary shares |
| Deemed Price per Share | R117.90 |
| Deemed Total Value | R318,330.00 |
| Vesting Period | The award vests on the third anniversary following the grant date |
| Nature of interest | Direct and Beneficial |
| | |
| | RL Pennant-Rea |
| Nature of transaction | On market sale of shares in terms of the above scheme |
| Transaction Date | 18 November 2010 |
| Number of Shares | 586 |
| Class of Security | Ordinary shares |
| Price per Share | R117.90 |
| Total Value | R69,089.40 |
| 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.

18 November 2010
 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: 19 November 2010

By:

A handwritten signature in black ink, appearing to read "Willie Jacobsz".

Name: Mr W J Jacobsz

Title: Senior Vice President: Investor
Relations and Corporate Affairs