

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 22 August 2013

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 ☐

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):

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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)(7):

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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

**STATEMENT BY GOLD FIELDS BOARD**

**THE BOARD OF GOLD FIELDS LIMITED REPORTS THE CONCLUSION OF ITS  
EXAMINATION INTO THE BLACK ECONOMIC EMPOWERMENT TRANSACTION  
RELATED TO GOLD FIELDS' SOUTH DEEP OPERATIONS**

**Johannesburg, 22 August 2013.** The Board of Directors of Gold Fields Limited reports that it has concluded its examination of the Black Economic Empowerment (BEE) transaction related to Gold Fields' South Deep operations.

Following extensive deliberations and careful consideration of the matter, which included a comprehensive independent investigation and the receipt of advice from external legal counsel, the Board continues to believe that the BEE transaction is one of lasting benefit to the Company and its BEE stakeholders. However, the Board's examination has highlighted that the implementation of the transaction did not consistently meet the high standards set by Gold Fields.

In particular, the Board has identified areas that require further attention where internal policies and procedures can be strengthened. These include policies and procedures designed to increase transparency and improve the timeliness of internal communications between management and the Board.

The Board has communicated its concerns to the Chief Executive Officer (CEO) and, in recognition of the concerns which have been generated around the BEE transaction relating to South Deep, CEO Nick Holland has offered to waive his bonus in respect of the 2013 financial year end.

The Board continues to have full confidence in Nick and is determined to work with him and the other members of Gold Fields management to design and implement any necessary changes and to ensure that any policies and procedures result in improved oversight and are rigorously followed by Gold Fields management and other employees, as well as by any agents or third parties working on behalf of Gold Fields.

The Board is pleased that this matter has now been concluded and that the Company can move forward in operating its business for the benefit of all stakeholders.

22 August 2013

Sponsor:

J.P. 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: 22 August 2013

By: /s/ Nicholas J. Holland

Name: Nicholas J. Holland  
Title: Chief Executive Officer