

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 24 June 2020

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): ☐

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 Share Code: GFI  
 ISIN Code: ZAE000018123

#### DEALING IN SECURITIES

In compliance with paragraphs 3.63 - 3.74 of the Listings Requirements of JSE Limited, shareholders are advised that Gold Fields Limited has awarded on 19 June 2020 ("the Award Date"), Award effective 14 February 2020, Conditional Performance Shares to directors and Public Officers of the Company and major subsidiaries in terms of the Gold Fields Limited 2012 Share Plan (as amended) as set out below.

**Performance Shares (PS)** are conditionally awarded, based on a share price of R104.7568 being the 3 day VWAP of 26, 27, 28 February 2020. The number of PS which may settle to a participant on vesting date i.e. three years from effective date of the award, will be determined by the Company achieving pre-determined performance conditions as follows:

**Relative TSR** - measured against the performance of ten other major gold mining companies based on the Gold Fields share price compared to the basket of respective US dollar share prices of the peer group;

**Absolute TSR** - Gold Fields share price measured at the start and the end of the performance period; and

**Free Cash Flow Margin** - achievement of pre-determined FCFM target.

The number of shares to be settled will range from 0% to 200% of the initial conditional award.

Name	<b>BENFORD MOKOATLE</b>
Position	Director of Major Subsidiaries Gold Fields Operations (GFO) and GFI Joint Venture Ltd
No of PS awarded and accepted	11 284
Market Price per Share	R104.7568
Total Value	R1 182 076
Award Acceptance Date	19/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
Name	<b>MARTIN PREECE</b>
Position	Director of Major Subsidiaries Gold Fields Operations (GFO) and GFI Joint Venture Ltd
No of PS awarded and accepted	69130

Market Price per Share	R104.7568
Total Value	R7 241 838
Award Acceptance Date	20/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
Name	<b>LUIS RIVERA</b>
Position	Director of La Cima
No of PS awarded and accepted	102253
Market Price per Share	R104.7568
Total Value	R10 711 697
Award Acceptance Date	22/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
Name	<b>NASEEM AHMED CHOHAN</b>
Position	Director of Major Subsidiaries Gold Fields Operations (GFO) and GFI Joint Venture Ltd
No of PS awarded and accepted	72478
Market Price per Share	R104.7568
Total Value	R7 592 563
Award Acceptance Date	19/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
Name	<b>NICHOLAS HOLLAND</b>
Position	Director of Gold Fields Ltd
No of PS awarded and accepted	282734
Market Price per Share	R104.7568
Total Value	R 29 618 309
Award Acceptance Date	22/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial

<b>Name</b>	<b>PUSELETSO MATETE</b>
Position	Director of Major Subsidiaries Gold Fields Operations (GFO) and GFI Joint Venture Ltd
No of PS awarded and accepted	4144
Market Price per Share	R104.7568
Total Value	R434 112
Award Acceptance Date	19/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
<b>Name</b>	<b>PAUL SCHMIDT</b>
Position	Director of Gold Fields Ltd
No of PS awarded and accepted	182429
Market Price per Share	R104.7568
Total Value	R19 110 678
Award Acceptance Date	19/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
<b>Name</b>	<b>ALFRED BAKU</b>
Position	Gold Fields Ghana (Pty) Ltd
No of PS awarded and accepted	106176
Market Price per Share	R104.7568
Total Value	R11 122 658
Award Acceptance Date	19/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
<b>Name</b>	<b>ROSH BARDIEN</b>
Position	Director of Major Subsidiaries Gold Fields Operations (GFO) GFI Joint Venture Ltd and Gold Fields Holdings Company (BVI) Limited
No of PS awarded and accepted	63597
Market Price per Share	R104.7568
Total Value	R6 662 218
Award Acceptance Date	22/6/2020
Class of underlying security to which rights attach	Ordinary Shares

Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial
Name	<b>CORNELIUS WILLEM DU TOIT</b>
Position	Gold Fields Australia (Pty) Ltd, GSM Holding Company Limited, Darlot Holding Company (Pty) Limited
No of PS awarded and accepted	13953
Market Price per Share	R104.7568
Total Value	R1 461 672
Award Acceptance Date	23/6/2020
Class of underlying security to which rights attach	Ordinary Shares
Nature of transaction	Off market acceptance of Conditional Performance Shares
Vesting Period	Performance Shares vest on third anniversary of effective Award date
Nature of interest	Direct and Beneficial

In accordance with section 3.66 of the Listings Requirements, the necessary clearance has been obtained.

24 June 2020

Sponsor:

JP Morgan Equities South Africa Proprietary 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 authorised.

GOLD FIELDS LIMITED

Dated: 24 June 2020

By: /s/ Nicholas J. Holland

Name: Nicholas J. Holland

Title: Chief Executive Officer