

GOLD FIELDS LTD

Form 6-K

May 19, 2016

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 19 May 2016

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
Incorporated in the Republic of South Africa)
Registration Number 1968/004880/06)
JSE, NYSE, DIFX Share Code: GFI
ISIN: ZAE000018123
"Gold Fields" or "the Company")

RESULTS OF ANNUAL GENERAL MEETING OF GOLD FIELDS LIMITED HELD ON 18 MAY 2016

Shareholders are advised that at the Annual General Meeting of Gold Fields Limited held on Wednesday 18 May 2016, the ordinary and special resolutions, as well as advisory endorsement of the company's remuneration policy, as set out in the notice of the annual general meeting dispatched to shareholders on 15 April 2016 were passed, on a poll, by the requisite majorities.

Details of the results of the voting are as follows:

Total issued share capital: 821,532,707
Total number of shares present/
represented including proxies at the meeting:
697,466,342
being 85% of the total votable shares

**Ordinary
resolutions**

**Number of
shares**

voted

Shares

voted for:

Shares

voted

against:

Shares

abstained:

1.Re-
appointment of
auditors

| | | |
|-------------|-------------|---------|
| 696,778,208 | 696,444,849 | 333,359 |
|-------------|-------------|---------|

688,134

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

99.95%

0.04%

0.08%

2.1 Re-election
of a director:

SP Reid

| | | | |
|-------------|-------------|------------|---------|
| 696,732,673 | 682,857,441 | 13,875,232 | 733,669 |
|-------------|-------------|------------|---------|

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

98.00%

1.99%

0.08%

2.2. Re-

election of a
director: GM

Wilson

| | | | |
|-------------|-------------|------------|---------|
| 696,745,466 | 682,597,302 | 14,148,164 | 720,876 |
|-------------|-------------|------------|---------|

% of total

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

97.96%

2.03%

0.08%

2.3. Re-

election of a
director: DN

Murray

| | | | |
|-------------|-------------|------------|---------|
| 696,743,904 | 682,613,827 | 14,130,077 | 722,438 |
|-------------|-------------|------------|---------|

% of total

shares

% of shares

voted

% of
shares
voted
% of total
issued
shares

100%

97.97%

2.02%

0.08%

2.4. Re-

election of a
director: DMJ

Ncube

| | | | |
|-------------|-------------|------------|---------|
| 696,738,974 | 673,929,620 | 22,809,354 | 727,368 |
|-------------|-------------|------------|---------|

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

96.72%

3.27%

0.08%

2.5. Re-

election of a
director: AR

Hill

| | | | |
|-------------|-------------|------------|---------|
| 696,743,721 | 681,782,753 | 14,960,968 | 722,621 |
|-------------|-------------|------------|---------|

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

97.85%

2.14%

0.08%

3.1. Re-

election of
Audit Committee

member: GM

Wilson

| | | | |
|-------------|-------------|------------|---------|
| 696,721,937 | 682,613,661 | 14,108,276 | 744,405 |
|-------------|-------------|------------|---------|

% of total
issued
shares

% of shares
voted

% of
shares
voted

% of total
issued
shares

100%

97.97%

2.02%

0.09%

3.2. Re-
election of
Audit Committee
member: RP

Menell

| | | | |
|-------------|-------------|------------|---------|
| 696,718,792 | 675,424,117 | 21,294,675 | 747,550 |
|-------------|-------------|------------|---------|

% of total
issued
shares

% of shares
voted

% of
shares
voted

% of total
issued
shares

100%

96.94%

3.05%

0.09%

3.3. Re-
election of a
member of the
Audit

Committee: DMJ

Ncube

| | | | |
|-------------|-------------|------------|---------|
| 696,716,020 | 682,496,716 | 14,219,304 | 750,322 |
|-------------|-------------|------------|---------|

% of total
issued
shares

% of shares
voted

% of
shares
voted

% of total
issued
shares

100%
97.95%
2.04%
0.09%

4. Approval for
the issue of
authorised but
unissued
ordinary shares

| | | | |
|-------------|-------------|------------|-----------|
| 692,614,509 | 619,929,908 | 72,684,601 | 4,851,833 |
|-------------|-------------|------------|-----------|

% of total
issued
shares

% of shares
voted
% of
shares
voted

% of total
issued
shares

100%
89.50%
10.49%
0.59%

**Special
resolutions**

**Number of
shares**

voted

Shares

voted for:

Shares

voted

against:

Shares

abstained:

1. Approval
for the
issuing of
equity
securities for
cash

| | | | |
|-------------|-------------|------------|-----------|
| 692,669,507 | 618,745,792 | 73,923,715 | 4,796,835 |
|-------------|-------------|------------|-----------|

% of total
issued
shares

% of shares
voted

% of shares
voted

% of total
issued

shares
100%

89.32%

10.67%

0.58%

Advisory
endorsement of
the

| | | | |
|-------------|-------------|-------------|------------|
| 686,759,409 | 584,285,581 | 102,473,828 | 10,706,933 |
| % of total | % of shares | % of shares | % of |

remuneration
 policy
 issued
 shares
 voted
 voted
 shares
 voted
 100%
 85.07%
 14.92%
 1.30%

2. Approval
 for the
 remuneration
 of non-
 executive
 directors

| | | | |
|-------------|-------------|------------|---------|
| 696,620,173 | 682,308,630 | 14,311,543 | 846,169 |
|-------------|-------------|------------|---------|

% of total
 issued
 shares
 % of shares
 voted
 % of shares
 voted
 % of total
 issued
 shares
 100%
 97.94%
 2.05%
 0.10%

3. Approval
 for the
 Company to
 grant inter-
 group
 financial
 assistance in
 terms of
 section 44 and
 45 of the Act

| | | |
|-------------|-------------|-----------|
| 692,495,580 | 688,953,551 | 3,542,029 |
|-------------|-------------|-----------|

4,970,762
 % of total
 issued
 shares
 % of shares
 voted
 % of shares

voted
 % of total
 issued
 shares

100%
 99.48%
 0.51%
 0.60%

4. Acquisition
 of the
 Company's own
 shares

| | | | |
|-------------|-------------|------------|-----------|
| 692,633,012 | 608,085,677 | 84,547,335 | 4,833,330 |
|-------------|-------------|------------|-----------|

% of total
 issued
 shares

% of shares

voted

% of shares

voted

% of

shares

voted

100%

87.79%

12.20%

0.58%

5. Approval of
 the amendment
 of the Gold
 Fields Limited
 2012 Share
 Plan

| | | | |
|-------------|-------------|------------|-----------|
| 692,097,479 | 600,162,244 | 91,935,235 | 5,368,863 |
|-------------|-------------|------------|-----------|

% of total
 issued
 shares

% of shares

voted

% of shares

voted

% of

shares

voted

100%

86.71%

13.28%

0.65%

6. Financial
 assistance to

Directors and
Prescribed
Officers and
Other Persons
who may
participate in
the Share Plan

| | | | |
|-------------|-------------|------------|-----------|
| 689,632,989 | 675,073,113 | 14,559,876 | 7,833,353 |
|-------------|-------------|------------|-----------|

% of total

issued

shares

% of shares

voted

% of shares

voted

% of

shares

voted

100%

97.88%

2.11%

0.95%

Over 84.90% of votable shares were represented at the AGM.

The special resolutions will be filed with the Companies and Intellectual
Property Commission in accordance with the requirements of the Companies
Act, No 71 of 2008.

18 May 2016

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:

19

May

2016

By:

/s/ Nicholas J. Holland

Name:

Nicholas

J.

Holland

Title:

Chief Executive Officer