

GOLD FIELDS LTD

Form 6-K

May 08, 2015

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 7 May 2015

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 6 MAY 2015

Shareholders are advised that at the Annual General Meeting of Gold Fields Limited held on Wednesday 6 May 2015, 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 31 March 2015 were passed, on a poll, by the requisite majorities.

Details of the results of the voting are as follows:

Total issued share capital:

Total number of shares present/

represented including proxies at the meeting:

778,014,626

633,913,501

being 81.48% of the total votable shares

**Ordinary
resolutions**

**Number of
shares**

voted

Shares

voted for:

Shares

voted

against:

Shares

abstained:

1.Re-

appointment of

auditors

632,851,870

632,707,966

143,904

1,061,631

% of total

issued

shares

% of shares

voted

% of shares

voted

% of total

issued

shares

100%

99.98%

0.02%

0.13%

2.Re-election

of a director:

AR Hill until

31 December

2015

632,755,562

583,940,390

48,815,172

1,157,939

% of total

issued

shares

% of shares

voted

% of shares

voted

% of total

issued

shares

100%

92.29%

7.71%

0.14%

3. Re-election

of a director:

RP Menell

632,755,585

612,150,630

20,604,955

1,157,917

% of total

shares

% of shares

voted

% of shares

voted

% of total

issued

shares

100%

96.74%

3.26%

0.14%

4. Re-election

of a director:

CA Carolus

632,753,677

563,816,355

68,937,322

1,159,824

% of total
issued
shares
% of shares
voted
% of shares
voted
% of total
issued
shares

100%
 89.11%
 10.89%
 0.14%
 5. Re-election
 of a member
 and Chair of
 the Audit
 Committee: GM
 Wilson
 632,760,553
 618,974,269
 13,786,284
 1,152,948
 % of total
 issued
 shares
 % of shares
 voted
 % of shares
 voted
 % of total
 issued
 shares
 100%
 97.82%
 2.18%
 0,14%
 6. Re-election
 of a member of
 the Audit
 Committee:RP
 Menell
 632,757,840
 612,470,609
 20,287,231
 1,155,661
 % of total
 issued
 shares
 % of shares
 voted
 % of shares
 voted
 % of total
 issued
 shares
 100%
 96.79%
 3.21%
 0,14%

7. Re-election
of a member of
the Audit
Committee: DMJ

Ncube
632,742,663
618,942,260
13,800,403
1,170,838
% of total
issued
shares
% of shares
voted
% of shares
voted
% of total
issued
shares
100%
97.82%
2.18%
0.15%

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

618,782,420
563,405,305
55,377,115
15,131,081
% of total
issued
shares
% of shares
voted
% of shares
voted
% of total
issued
shares
100%
91.05%
8.95%
1.94%

9. Approval
for the
issuing of

equity
 securities for
 cash
 618,530,599
 563,402,248
 55,128,351
 15,382,902
 % of total
 issued
 shares
 % of shares
 voted
 % of shares
 voted
 % of total
 issued
 shares
 100%
 91.09%
 8.91%
 1.97%
 10. Advisory
 endorsement of
 the
 remuneration
 policy
 587,394,330
 454,240,649
 133,153,681
 46,519,171
 % of total
 issued
 shares
 % of shares
 voted
 % of shares
 voted
 % of total
 issued
 shares
 100%
 77.33%
 22.67%
 5.97%
**Special
 resolutions
 Number of
 shares
 voted
 Shares
 voted for:**

Shares

voted

against:

Shares

abstained:

1. Approval of
the
remuneration
of non-
executive
directors

608,238,141

601,075,672

7,162,469

25,675,360

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

100%

98.82%

1.18%

3.30%

2. Approval
for the
Company to
grant
financial

618,940,188

617,657,566

1,282,622

14,973,313

% of total

issued

shares

% of shares

voted

% of

shares

voted

% of total

issued

shares

assistance in
terms of
section 44 and
45 of the Act
100%
99.79%
0.21%
1.92%
3. Acquisition
of Company's
own shares

618,826,606
531,335,651
87,490,955
15,086,895
% of total
issued
shares
% of shares
voted
% of
shares
voted
% of total
issued
shares
100%
85.86%
14.14%
1.93%

Over 81.48% 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.

06 May 2015

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: 7 May 2015

By:/s/Nicholas J.Holland

Name: Nicholas J.Holland

Title: Chief Executive Officer