

ANNEX A

Certification of Person Acquiring American Depositary Shares upon Deposit of Shares Pursuant to Section 2.02 of the Deposit Agreement

We refer to the Deposit Agreement, as amended and restated as of May 21, 2002 (the “Deposit Agreement”), among Gold Fields Limited (the “Company”), The Bank of New York Mellon, as Depositary, and Owners and Beneficial Owners of American Depositary Shares (the “ADSs”) issued thereunder. Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement.

This certification is furnished in connection with a deposit of ordinary shares of the Company (the “Shares”) and issuance of ADSs pursuant to Section 2.02 of the Deposit Agreement.

We/I certify that [check one paragraph that applies]:

[May be used at any time prior to six months after closing of the Distribution referred to below] We are/I am, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and of the ADSs, and (i) none of the Shares to be deposited were purchased by us/me in the distribution of the Company’s Shares that closed on February 18, 2020 (the “Distribution”), (ii) the Shares to be deposited are not otherwise “restricted securities” within the meaning of Rule 144 under the Securities Act of 1933 and (iii) we/I have not borrowed Shares to be deposited with the intention of replacing them with Shares purchased in the Distribution; or

[May be used at any time prior to six months after closing of the Distribution referred to below] We are a broker-dealer acting on behalf of our customer; our customer has confirmed to us that it is, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and of the ADSs, and (i) none of the Shares to be deposited were purchased by our customer in the Distribution, (ii) the Shares to be deposited are not otherwise “restricted securities” within the meaning of Rule 144 under the Securities Act of 1933 and (iii) our customer has not borrowed Shares to be deposited with the intention of replacing them with Shares purchased in the Distribution; or

[May be used at any time 40 days or more and prior to six months after closing of the Distribution referred to below] We are/I am, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and of the ADSs, and the Shares to be deposited were purchased by us/me in the Distribution outside the United States in a transaction that complied with Regulation S under the Securities Act of 1933; or

[May be used at any time 40 days or more and prior to six months after closing of the Distribution referred to below] We are a broker-dealer acting on behalf of our customer; our customer has confirmed to us that it is, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and of the ADSs, and the Shares to be deposited were purchased by our customer in the Distribution outside the United States in a transaction that complied with Regulation S under the Securities Act of 1933.

Very truly yours,

[NAME OF CERTIFYING ENTITY/PERSON]

By: _____
Name:
Title:

Dated: _____

Amount of ADSs Issued: _____

DTC Participant #: _____