

**Certification of Person Acquiring American Depositary Shares Upon Deposit of Shares
Pursuant to Section 2.2 of the Deposit Agreement***

We refer to the Deposit Agreement, dated as of February 2, 1998, as amended and restated as of May 21, 2002 (the "Deposit Agreement"), among Gold Fields Limited (the "**Issuer**"), 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 the deposit of the ordinary shares of the Issuer (the "Shares") and issuance of ADSs pursuant to Section 2.2 of the Deposit Agreement.

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

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 (i) none of the Shares to be deposited were purchased by us/me in the Issuer's placing of Shares (the "**Placing**") that closed on or about March 24, 2016; and (ii) the Shares to be deposited are not otherwise "restricted securities" within the meaning of Rule 144 ("**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 Placing; or

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 Placing; and (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 Placing; or

[To be used more than 40 days after the closing of the Placing] We are, 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) the Shares to be deposited were purchased by us in the Placing outside the United States in a transaction that complied with Regulation S ("**Regulation S**") under the Securities Act of 1933; or

[To be used more than 40 days after the closing of the Placing] 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 Placing outside the United States in a transaction that complied with Regulation S under the Securities Act .

Very truly yours,

[NAME OF CERTIFYING ENTITY/PERSON]

By: _____

Name:

Title:

Dated: _____

* To be used until one year after the Issuer's placing of Shares that closed on or about _____, 2016.