

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT IMMEDIATELY YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000 (IF YOU ARE IN THE UNITED KINGDOM) OR ANOTHER APPROPRIATELY AUTHORISED INDEPENDENT PROFESSIONAL ADVISER.

IF YOU HAVE SOLD OR OTHERWISE TRANSFERRED ANY HOLDING(S) OF THE NOTES REFERRED TO BELOW, YOU SHOULD IMMEDIATELY FORWARD THIS DOCUMENT AS SOON AS POSSIBLE EITHER TO THE PURCHASER OR TRANSFEREE OR TO THE PERSON WHO ARRANGED THE SALE OR TRANSFER SO THEY CAN PASS THESE DOCUMENTS TO THE PERSON WHO NOW HOLDS THE NOTES.

**NOTICE OF OUTCOME OF ADJOURNED MEETING**

to each of the Noteholders (the “Noteholders”) of the

**GOLD FIELDS OROGEN HOLDING (BVI) LIMITED**

*(incorporated as a limited company in the British Virgin Islands, with registered number 184982)*

outstanding

U.S.\$1,000,000,000 4.875 per cent. Guaranteed Notes due 2020 (the “Notes”)

ISIN: US38060AAA25 (Rule 144A Notes)

ISIN: XS0547082973 (Regulation S Notes)  
issued by

**Gold Fields Orogen Holding (BVI) Limited (the “Issuer”)**

irrevocably and unconditionally guaranteed by Gold Fields Limited, Sibanye Gold Limited (formerly known as GFI Mining South Africa (Proprietary) Limited) (“Sibanye”), Gold Fields Operations Limited and Gold Fields Holdings Company (BVI) Limited (each, a “Guarantor”, and together, the “Guarantors”)

We hereby give you notice that at an adjourned meeting of the Noteholders convened by the notice dated 7 April 2015 (the “**Notice of Meeting**”) and held at the offices of Davis Polk & Wardwell, London LLP, 5 Aldermanbury Square, London, EC2V 7HR at 4.00 p.m. (London time) today the Extraordinary Resolution to approve the Proposals as set out in the Consent Solicitation Memorandum dated 12 March 2015 (the “**Consent Solicitation Memorandum**”) and as detailed in the Notice of Meeting was duly passed.

We will pay or procure payment of the Instruction Fees to eligible Noteholders not later than the fifth Business Day following the Approval Date. The Extraordinary Resolution will only become effective when such payment is made to the Clearing Systems to be paid on to Noteholders. The Supplemental Trust Deed and the Supplemental Agency Agreement implementing the Proposals and the amendments to the terms and conditions of the Notes will be executed on or about the date the Extraordinary Resolution becomes effective.

Capitalised terms used but not defined in this notice have the same meaning given to them in the Consent Solicitation Memorandum.

This Notice of Outcome of Adjourned Meeting is given by:

GOLD FIELDS OROGEN HOLDING (BVI) LIMITED

22 April 2015