



GOLD FIELDS

Integrated Annual Report 2019



Delivering
value
for a
sustainable
future

Delivering **value** for a sustainable future

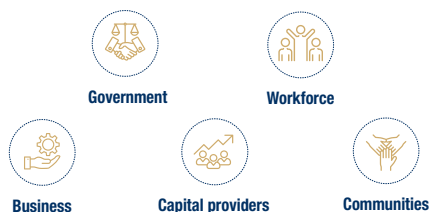
Gold Fields is a globally diversified gold producer with nine operating mines in Australia, Peru, South Africa and West Africa (including the Asanko JV), as well as one project in Chile. We have total attributable annual gold-equivalent production of 2.2Moz, attributable gold-equivalent Mineral Reserves of 51.3Moz and Mineral Resources of 115.7Moz. Our shares are listed on the Johannesburg Stock Exchange (JSE) and our American depositary shares trade on the New York Stock Exchange (NYSE).



The cover photo of our 2019 Integrated Annual Report (IAR) shows the first three gold doré bars poured at our Gruyere mine on 30 June 2019. The pouring of the gold bars signalled the commencement of production at Gruyere, a 50/50 joint venture with ASX-listed Gold Road Resources. By end-December 2019, the mine was running at full capacity.

NAVIGATING OUR IAR

Our stakeholders



Identifies information that has been assured

Further information available online

Further reading within this report

[linkedin.com/company/gold-fields](https://www.linkedin.com/company/gold-fields)

business.facebook.com/GoldFieldsLTD

[@GoldFields_LTD](https://twitter.com/GoldFields_LTD)

[instagram.com/goldfields_ltd/](https://www.instagram.com/goldfields_ltd/)

Send us your feedback

We value your feedback. To ensure that we report on issues that matter to our stakeholders, please provide any feedback and questions to investors@goldfields.com or sustainability@goldfields.com, or visit www.goldfields.com to download the feedback form.

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OUR BUSINESS	
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In this section, we provide an overview of our portfolio of operations, our business model and how we created value for our stakeholders during the year. We also explain the Group and regional risks arising from the operating environment.

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This section includes the vision of the Chairperson, which provides an overview of Gold Fields' performance during 2019. It also introduces our Board of Directors, and summarises how corporate governance adds value to our business.

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The CEO Report provides a detailed account of our 2019 performance against the backdrop of our operating environment. We summarise the performance of our CEO against his scorecard, and explain our Group 2020 strategy. The CEO also discusses the material matters impacting our key stakeholders – our shareholders, our employees, our communities and governments, as well as our impact on the environment.

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ASSURANCE	
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Internal and external assurance is provided over selected sustainability data included in the IAR. Our independent auditor's report, which provides assurance on our consolidated financial statements, is included in our Annual Financial Report

FORWARD-LOOKING STATEMENTS

This IAR contains forward-looking statements within the meaning of section 27A of the U.S. Securities Act of 1933 (the Securities Act) and section 21E of the U.S. Securities Exchange Act of 1934 (the Exchange Act) with respect to Gold Fields' financial condition, results of operations, business strategies, operating efficiencies, competitive position, growth opportunities for existing services, plans and objectives of management, markets for stock and other matters. Such forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "anticipates", "aims", "continues", "expects", "hopes", "may", "will", "would" or "could" or, in each case, their negative or other various or comparable terminology.

These forward-looking statements, including, among others, those relating to the future business prospects, revenues and income of Gold Fields, wherever they may occur in this IAR, are necessarily estimates reflecting the best judgement of the senior management of Gold Fields and involve a number of risks and uncertainties that could cause actual results to differ materially from those suggested by the forward-looking statements. As a consequence, these forward-looking statements should be considered in light of various important factors, including those set forth in this IAR. Gold Fields undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after the date of this report or to reflect the occurrence of unanticipated events.

Refer to the full forward-looking statements on www.goldfields.com.

ABOUT THIS REPORT

OUR REPORT'S STAKEHOLDER FOCUS

The aim of our integrated reporting is to enable our stakeholders, including investors, to make a more informed assessment of the value of Gold Fields as well as its long-term prospects. By structuring the Gold Fields' 2019 IAR around what we believe are the material matters facing the Group (p14), we seek to articulate how we unlock value for stakeholders and how we strive to mitigate the adverse impacts of mining.

Gold Fields' IAR was compiled to comply with the GRI Standards: Core option and the International Integrated Reporting Council's (IIRC's) Reporting Framework (IIRC <IR> Framework). We embrace integrated thinking, and therefore take an integrated approach to value creation. We also reference a broad range of additional codes, frameworks and standards, including the King IV Report on Corporate Governance for South Africa 2016 (King IV). The full list can be found on p03 in our Annual Financial Report (AFR). On occasion we use non-International Financial Reporting Standards (IFRS) measures in the IAR. These have been defined in the management's discussion and analysis of the financial statement section of the AFR (p66 – 126).

Given our commitment to sustainable development, we believe Gold Fields also makes an important and lasting contribution towards the United Nations' Sustainable Development Goals (SDGs). To this end, we seek to collaborate with partners to enable lasting social and economic progress that supports an end to poverty, protects the planet and ensures growth in prosperity. Details of our commitment to the relevant SDGs can be found on our website www.goldfields.com/sustainability.

ICMM AND GRI COMPLIANCE

The IAR forms part of our adherence to the Global Reporting Initiative (GRI) Standards and the reporting requirements of the International Council on Mining & Metals (ICMM) Sustainable Development Framework. Our self-assessment of adherence with the ICMM Principles and Position Statements is presented online. We also align with the 10 Principles of the United Nations Global Compact.

Gold Fields complies with the ICMM Sustainable Development Framework, Principles, Position Statements and Reporting Requirements (see p90 – 91 for the assurance hereof). Compliance with the ICMM is addressed throughout this report and on our website. This detail covers:

- The alignment of sustainable development policies against the ICMM 10 principles and mandatory position statements
- The process for identifying specific sustainable development risks and opportunities
- The existence and implementation of systems and approaches for managing sustainable development risks and opportunities

- Gold Fields' performance across a selection of identified material sustainable development risks and opportunities

We consider that this IAR, together with additional documents available on our website, complies with the requirements of the GRI Standards.

Disclosures in accordance with the GRI Standards can be accessed at www.goldfields.com>sustainability

ASSURANCE

ERM Southern Africa (ERM) provided independent reasonable assurance over selected sustainability information in this report, which is prepared in accordance with the GRI Standards: Core option. As a member of the ICMM, we are committed to obtaining assurance in line with the ICMM Sustainable Development Framework: Assurance Procedure. ERM has provided assurance over our statement on compliance with the ICMM Sustainable Development Framework, Principles and Reporting Requirements. The key sustainability performance data assured by ERM in 2019 can be found on p90 – 96.

During the Assurance process, ERM provided observations on Gold Fields' processes (see p91 and p93). Gold Fields has either implemented or is in the process of addressing these observations.

THE 2019 IAR SUITE

Our 2019 IAR suite comprises the following reports:



Integrated Annual Report

Our primary report and details of the Group's value creation story over the short, medium and long term
Our online IAR portal, which can be accessed at www.goldfields.com/integrated-annual-reports.php



Climate Change Report 2019

Our Climate Change Report in alignment with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD)



Annual Financial Report

AFR, including the Governance Report: Our full Corporate Governance Report, Board and Board committee reports, Directors' Report, Remuneration Report and our Annual Financial Statements, fulfilling our statutory financial reporting requirements



GRI Content Index 2019

The IAR is compiled to comply with the GRI Standards: Core option



Mineral Resources and Mineral Reserves Supplement

Detailed technical and operational information on our mines and growth projects



Notice of Annual General Meeting (AGM)

The resolutions to be tabled to shareholders at our Annual General Meeting

The Notice of AGM will be posted to shareholders by end-April 2020

ABOUT THIS REPORT continued

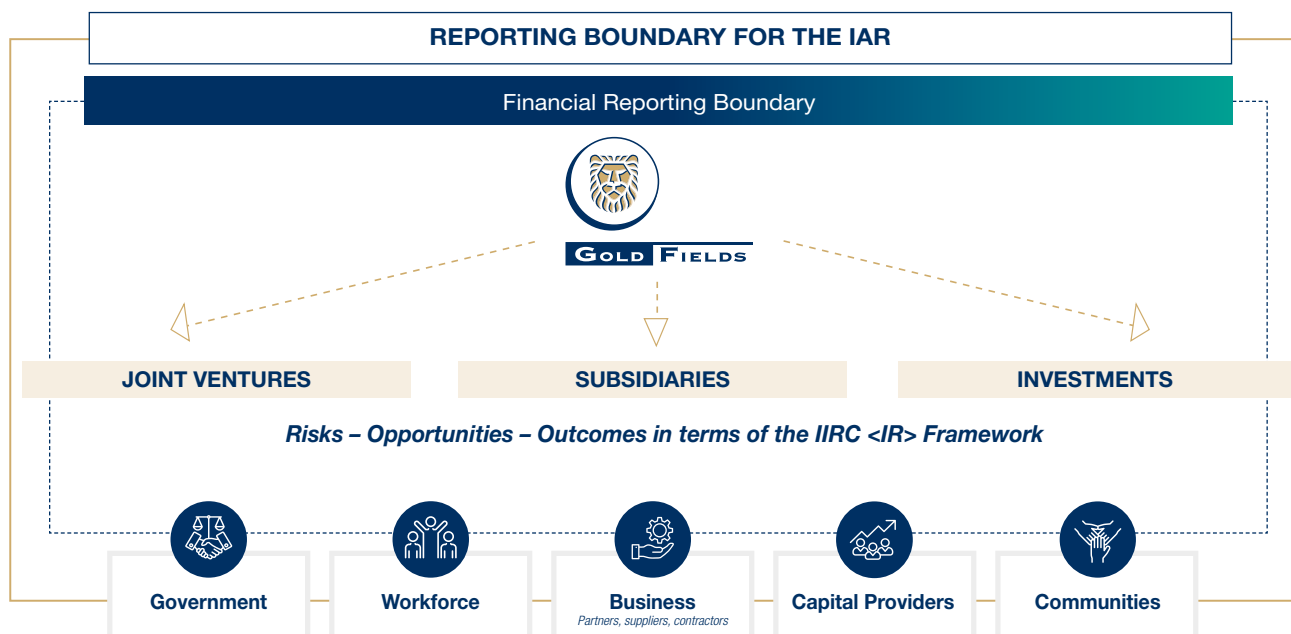
OUR REPORT SCOPE AND BOUNDARY

This IAR provides an overview of our nine operations (including our Asanko JV) in Peru, Australia, South Africa and West Africa and one project in Chile for the financial year 1 January 2019 to 31 December 2019. Any material events after 31 December 2019 and up to Board approval date of 30 March 2020 have also been included. Details on the exact locations of our operations and project can be found on p04 – 05.

The term “attributable” relating to production and Mineral Reserves and Resources refers to 100% of our mines and projects as well as Damang (90%), Tarkwa (90%), Gruyere (50%), Asanko (45%) and Far Southeast (40%). The exception is attributable Mineral Reserves and Resources at South Deep (91%). The term “managed” relating to production and Mineral Reserves and Resources refers to 100% of our mines and projects, as well as Gruyere (50%), Asanko (50%) and Far Southeast (40%). The net debt:EBITDA ratios mentioned in the IAR refer to adjusted EBITDA, while all Group and mine All-in sustaining costs (AISC) have been presented in terms of the original interpretation.

Non-financial data for 2019 only covers our eight operating mines, including Gruyere from 1 May onwards, but excludes our non-managed Asanko JV and the Salares Norte project. Where relevant, data from Darlot (which was sold in 2017) is included for the period January to October 2017.

Average exchange rates for 2019 of R14.46/US\$1 and US\$0.70/A\$1 (2018: R13.20/US\$1 and US\$0.75/A\$1; 2017: R13.33/US\$1 and US\$0.77/A\$1) have been used in this report. For 2020, we used forecast exchange rates of R14.50/US\$1 and US\$0.69/A\$1.



BOARD APPROVAL

The Gold Fields Board of Directors acknowledges its responsibility to ensure the integrity of this IAR and has applied its collective mind throughout the preparation of this report. The Board considers that this IAR complies in all material respects with the relevant statutory requirements of the various regulations governing disclosure and reporting by Gold Fields and that the Annual Financial Statements comply in all material respects with the South African Companies Act No 71 of 2008, as amended, as well as with IFRS.

As such, the Board unanimously approved the content of the 2019 IAR, including the 2019 AFR, and authorised its release on 30 March 2020.

Cheryl Carolus



Our **business**

THE GOLD FIELDS VISION

Our **Vision** is to be the global leader in sustainable gold mining

THE GOLD FIELDS VALUES

In pursuit of our vision, we operate through a set of values that encompass who we are, what we do and how we work.

SAFETY

*If we cannot mine safely,
we will not mine*

INTEGRITY

*We act with honesty,
fairness and
transparency*

RESPECT

*We treat all stakeholders
with trust, dignity and
respect*

DELIVERY

*We strive for excellence
and do what we say we
will do*

INNOVATION

*We encourage
innovation and an
entrepreneurial spirit*

RESPONSIBILITY

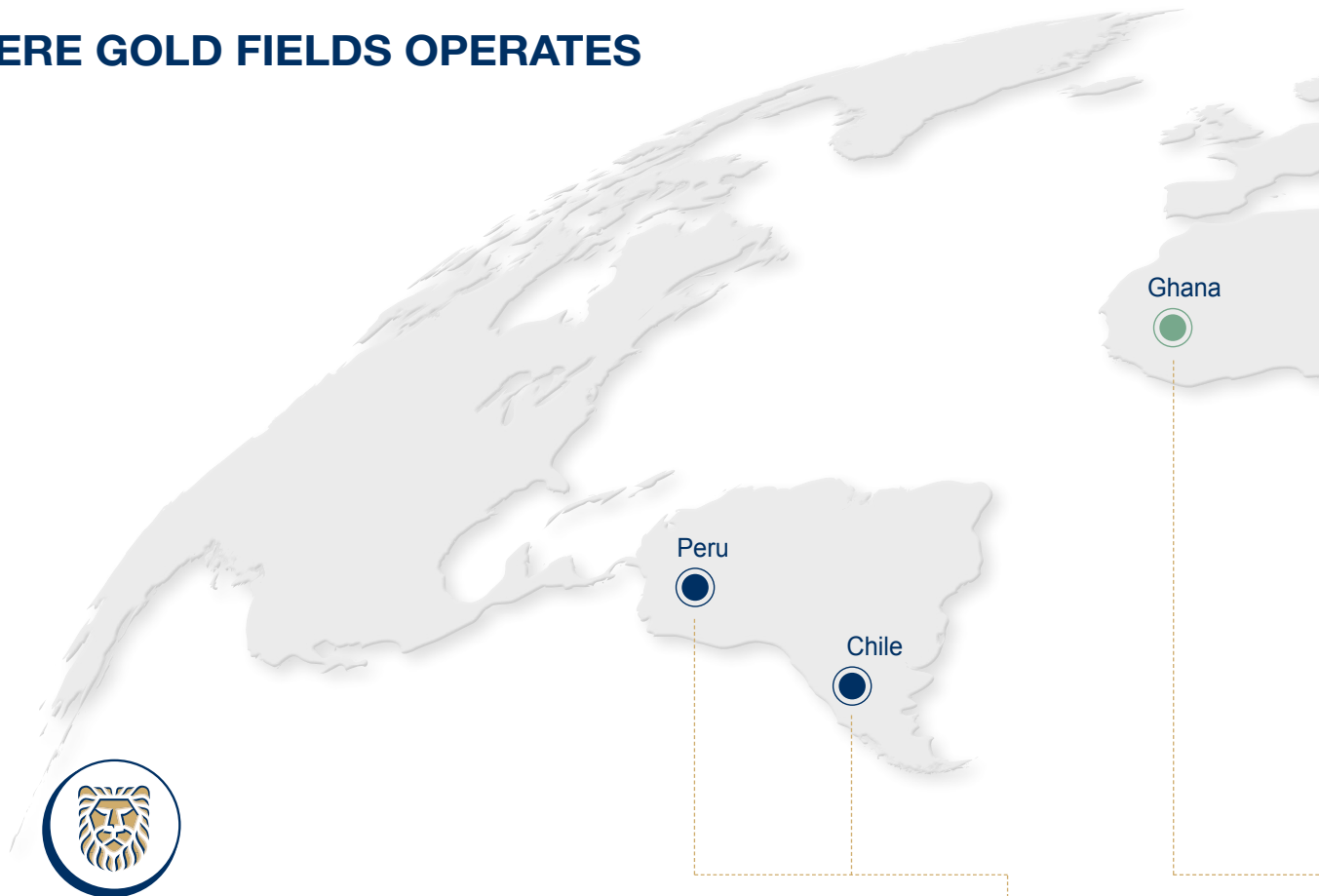
*We responsibly manage
our impact on the
environment and host
communities*

- Where Gold Fields operates
- Our business model
- Value creation for our stakeholders
- Risks and materiality

p04
p06
p08
p10

Access roads to our pit at the Cerro Corona mine in Peru

WHERE GOLD FIELDS OPERATES



GOLD FIELDS

Gold Fields is a globally diversified gold producer operating nine mines in Australia, Ghana, Peru and South Africa as well as one project in Chile,

with total attributable annual gold-equivalent production of 2.20Moz.



GROUP OVERVIEW

Mines Nine mines in Peru, South Africa, Australia and Ghana (incl. 45% of Asanko)

Project One project in Chile

Safety (TRIFR) (one fatality)
2.19

Workforce
5,655 employees and 12,001 contractors

Managed production (koz)
2,195

All-in costs (AIC) (US\$/eq-oz)
1,064

Net cash-flow (US\$m)¹
249

Gold-eq Mineral Resources (Moz)
148.70

Gold-eq Mineral Reserves (Moz)
55.20



Read more on p47



AMERICAS

Mine Cerro Corona in Peru – copper, gold – open pit mine

Project Salares Norte in Chile – gold, silver deposit

Safety (TRIFR)
1.26

Workforce
545 employees and 2,862 contractors

Managed production (koz)
293

AIC (US\$/eq-oz)
810

Net cash-flow (US\$m)¹
86

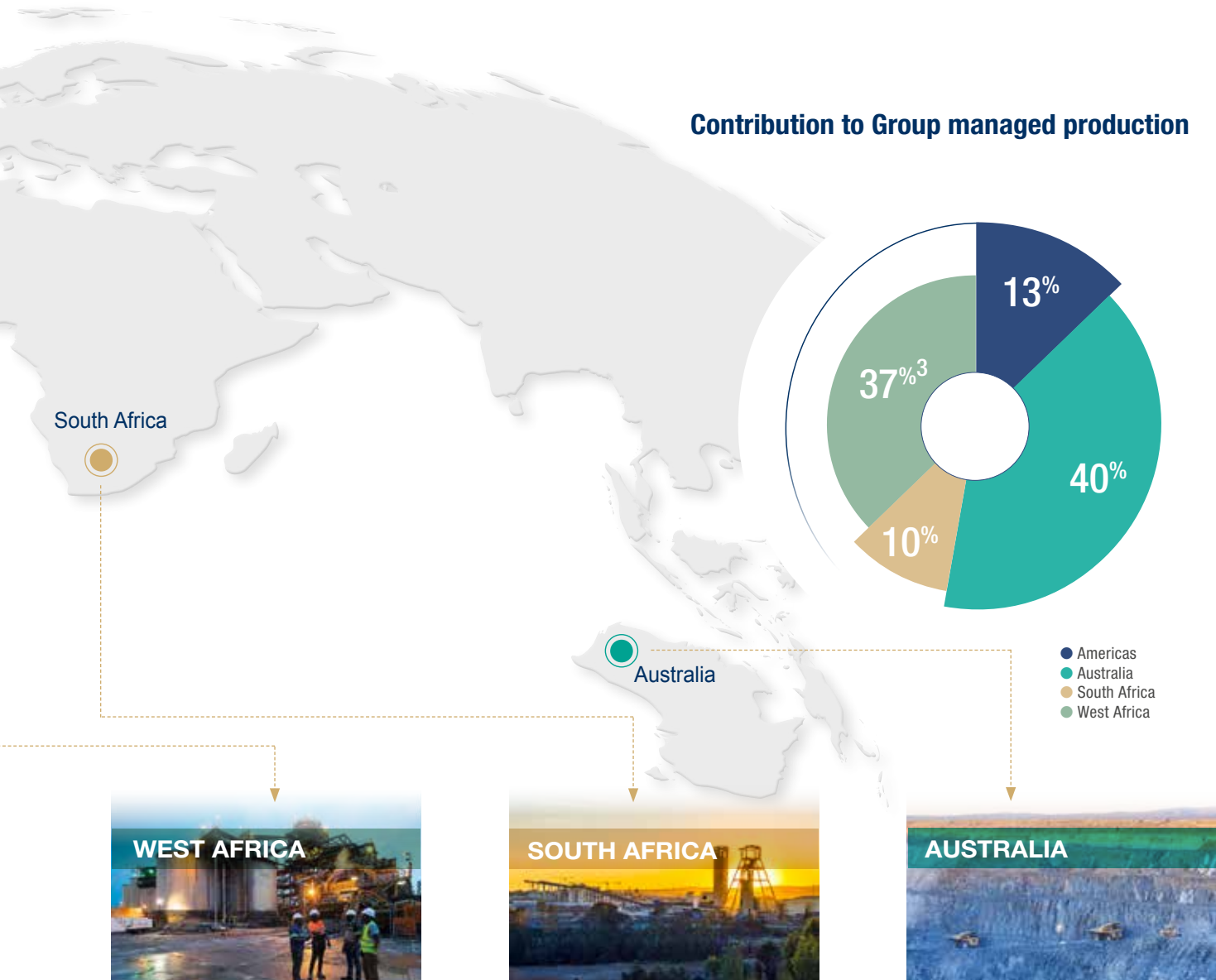
Gold Mineral Resources (Moz)
6.13

Gold Mineral Reserves (Moz)
5.03



Read more on p48

Contribution to Group managed production



- Americas
- Australia
- South Africa
- West Africa



WEST AFRICA

Mines Tarkwa, Damang and Asanko Gold (50/50 JV) in Ghana – open pit mines

Safety (TRIFR)²
0.57

Workforce²
1,046 employees and 6,198 contractors

Managed production (koz)³
840

AIC (US\$/oz)³
1,039

Net cash-flow (US\$m)^{1,2}
245

Gold Mineral Resources (Moz)⁴
18.76

Gold Mineral Reserves (Moz)⁴
8.43

Read more on p50

SOUTH AFRICA

Mines South Deep – underground mine

Safety (TRIFR) (one fatality)
3.12

Workforce
2,310 employees and 1,674 contractors

Managed production (koz)
222

AIC (US\$/oz)
1,259

Net cash-flow (US\$m)¹
15

Gold Mineral Resources (Moz)
60.13

Gold Mineral Reserves (Moz)
32.82

Read more on p48

AUSTRALIA

Mines St Ives, Granny Smith, Agnew and Gruyere (50/50 JV) – open pit and underground mines

Safety (TRIFR)
6.50

Workforce
1,657 employees and 1,265 contractors

Managed production (koz)
914

AIC (US\$/oz)
986

Net cash-flow (US\$m)¹
206

Gold Mineral Resources (Moz)
18.54

Gold Mineral Reserves (Moz)
6.93

Read more on p49

¹ Net cash-flow from operating activities less net capital expenditure, environmental payments, lease payment and redemption of Asanko preference shares.
² For 2019 Gold Fields Group net cash-flow excludes Gruyere project capital expenditure of US\$67m and Damang project capital expenditure of US\$71m.
³ Excludes 45% of Asanko Gold. ⁴ Includes 45% of Asanko Gold. ⁵ Includes 50% of Asanko Gold.

OUR BUSINESS MODEL

Gold Fields has firmly positioned itself as a globally diversified gold mining company with a portfolio characterised by mechanised underground and open-pit mines.

INPUTS

Human Capital

Our 5,655 employees and approximately 12,000 contractors (at end-2019) provide the manpower and skills that support the delivery of our immediate and long-term strategic objectives.

Natural Capital

Water and energy are critical to our mining and processing activities, while access to land enables us to extract gold and copper resources.

Social and Relationship Capital

The quality of the relationships we have with our stakeholders, who have a substantial influence on our ability to create value, are integral to our licence to operate. Furthermore, the support from our host communities and relationships with governments are critical to our long-term sustainability.

Financial Capital

We depend on banks, shareholders and bond-holders to provide the financial capital we require to expand our operations, thereby ensuring our long-term sustainability.

Manufactured Capital

Contractors and suppliers supply the manufactured capital, including goods and services, needed for the development and sustainability of our operations.

Intellectual Capital

The intellectual input of our people and partners inform the development of strategies, the efficient use of machinery and the management of key business risks. We are further supported by a strong ethos of good governance, which underpins everything we do.

Through an **active portfolio management approach throughout the mine lifecycle**, we build a strong and diversified global portfolio of mines and projects by focusing on the following elements:

Acquiring or developing lower-cost (than Group average) longer life assets

Disposing of higher-cost, shorter-life assets that management believes can be better served by a company that has more time and resources to commit to them

Extending the life of current assets through near-mine brownfields exploration

Focusing on in-country opportunities to leverage off our existing footprint, infrastructure and skill set and capitalise on the experience we have gained from operating in these jurisdictions

Environmental stewardship, through which we protect and enhance relationships between our operations and communities in close proximity

OUTCOMES FOR THE BUSINESS AND STAKEHOLDERS

Human Capital

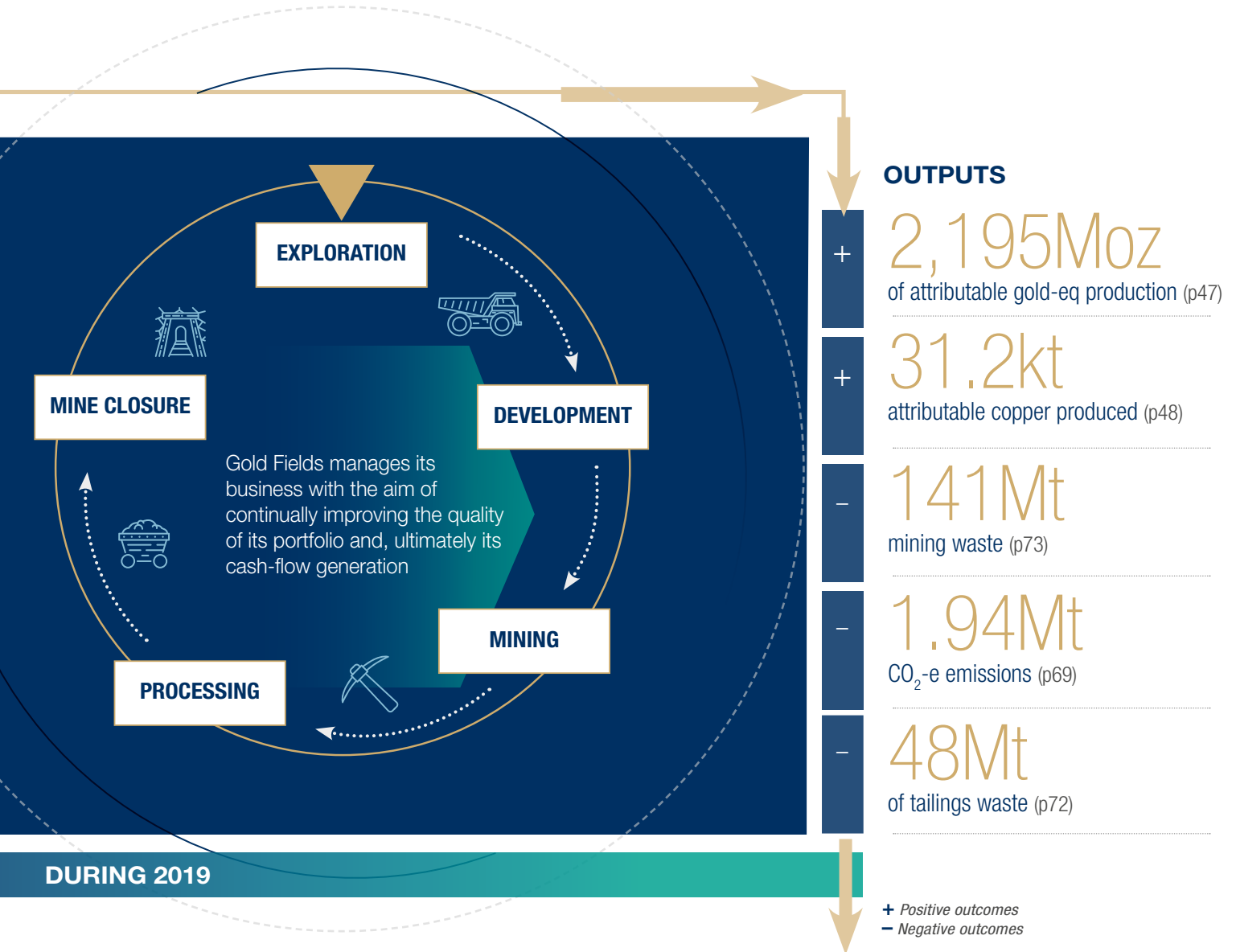
+	US\$395m paid in salaries and benefits
+	US\$12m spent on training and development
-	One fatal incident
-	Regression in TRIFR to 2.19
-	12 serious injuries

Natural Capital

+	Zero Level 3-5 environmental incidents
-	22.3GL water withdrawn, with 68% of water recycled
-	12,498TJ of energy consumption
-	1.94m tonnes of CO ₂ emissions
-	141Mt of total material moved
-	48Mt of tailings waste
+	All mines, except for South Deep, implemented at least 78% of their progressive rehabilitation plans

Financial Capital

+	US\$552m in mine cash-flow
+	US\$162m paid in interest and dividends
+	Decrease in net debt to US\$1,331m (2018: US\$1,687m)
+	JSE share price up 94%; NYSE share price up 88%
+	Total dividend of R1.60/share declared, up 4x from 2018
+	US\$436m in gross mining closure liabilities



Social and Relationship Capital

- + US\$22m invested in projects that benefit our host communities
- + Employment for 9,269 members of our host communities (55% of total workforce)
- + US\$635m spent on host community enterprises (34% of total procurement costs)
- + 20% of our workforce are women
- + US\$254m paid to governments in taxes and royalties
- 77 community grievances (improvement from 127 in 2018)

Manufactured Capital

- + Nine operating mines (including our Asanko JV)
- + Salares Norte in Chile progressed to successful construction decision
- + Invested US\$86m in near-mine exploration (incl. Salares Norte)
- + Gruyere attained commercial production at the end of September 2019
- + Damang Reinvestment project in Ghana nearing completion

Intellectual Capital

- + Renewable energy introduced at Agnew and Granny Smith
- + Drones deployed at Tarkwa and Damang to conduct remote surveying
- + Granny Smith, South Deep and St Ives improved their people and equipment tracking systems
- + Continued investment in South Deep, South Africa's largest bulk, mechanised, underground gold mine
- + Fibre networks installed underground in certain operations

VALUE CREATION FOR OUR STAKEHOLDERS

Our aim of delivering on our strategy is informed by our drive to create value for our stakeholders.

TOTAL AND NATIONAL VALUE DISTRIBUTION

National value distribution by region and type 2019 (US\$m)	Government	Business	Employees	Socio-economic spend	Capital providers	National value distribution
Americas	60	182	42	6	5	295
Australia	80	758	133	1	12	984
South Africa	2 ¹	187	92	2 ²	7	290
West Africa	109	614	68	13	5	810
Corporate	2	3	60	0	133	198
Total Gold Fields	254	1,744	395	22	162	2,577

¹ South Deep does not yet pay income tax as it is in a loss-making position

² This includes spending from the South Deep trusts and SLP commitments

EMPLOYEES

Value distribution per region

● Americas
● Australia
● South Africa
● West Africa
● Corporate

PAYMENTS INCLUDE
Salaries and wages, benefits and bonuses.

US\$395m

paid in salaries and benefits

55%

host community employment

VALUE CREATED

- Competitive salaries with a strong performance-based component
- Improved business processes, operational efficiencies and productivity
- Modern working practices, such as flexible work options

COMMUNITIES

Value distribution per region

● Americas
● Australia
● South Africa
● West Africa

PAYMENTS INCLUDE
Socio-economic development (SED) spending.

US\$22m

in terms of SED investment

US\$27m

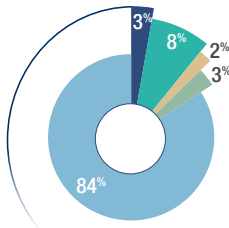
Damang-Tarkwa road completed, our largest community investment project to date

VALUE CREATED

- Jobs and supply opportunities through host community procurement
- Maximise local opportunities through host community employment
- Building skills base in the community through education and bursaries
- Invest in the community across services, including health and education, enterprise development and infrastructure

CAPITAL PROVIDERS

Value distribution per region



- Americas
- Australia
- South Africa
- West Africa
- Corporate

PAYMENTS INCLUDE

Interest and dividend payments.

US\$162m

to the providers of debt and equity capital

US\$356m

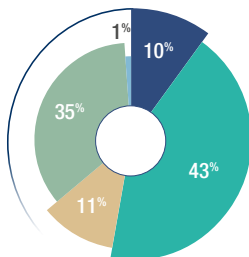
reduction in net debt

VALUE CREATED

- Funding the development, maintenance and growth of our operations and overall business to ensure the sustainability of Gold Fields
- Share price improvements offering a return on capital invested

BUSINESS

Value distribution per region



- Americas
- Australia
- South Africa
- West Africa
- Corporate

PAYMENTS INCLUDE

Operational and capital procurement.

US\$1.74bn

paid to suppliers and contractors

34%

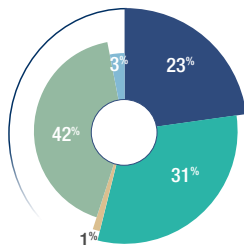
of mine operational and capital spend (excluding utilities) is with host community firms

VALUE CREATED

- 96% of total procurement spend is from businesses based in our operating countries
- US\$635m of total procurement spend by our mines – 34% of total – was spent on suppliers and contractors from our host communities
- All suppliers and contractors are included in Gold Fields' health and safety management systems

GOVERNMENTS

Value distribution per region



- Americas
- Australia
- South Africa
- West Africa
- Corporate

PAYMENTS INCLUDE

Mining royalties and land-use payments, taxes, duties and levies.

US\$254m

paid in taxes and royalties

US\$2m

paid to the Ghana government in dividends relating to its 10% stake in each of Damang and Tarkwa

VALUE CREATED

- Over 96% of the value created remains in the countries of operation
- Royalty payments target infrastructure improvements in mining areas

RISKS AND MATERIALITY

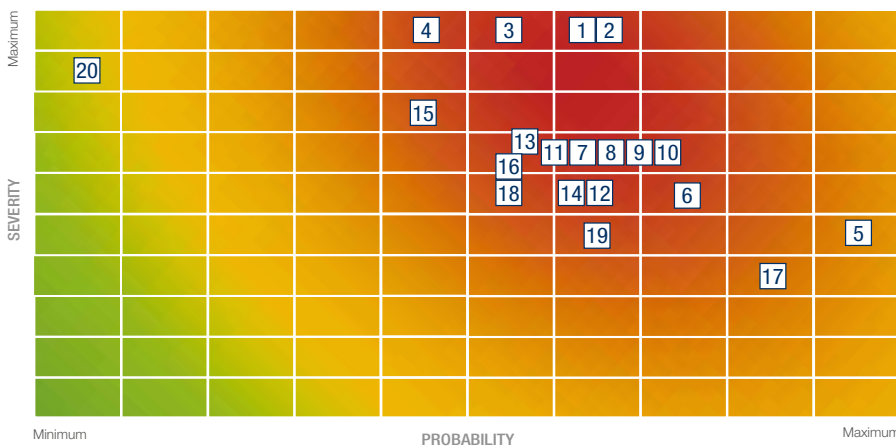
HOW GOLD FIELDS MANAGES RISK

The approach to assessing risk in Gold Fields is a collective effort by Group, regional and mine management of the risks facing the business. The assessments of the risks and their mitigating actions are a critical internal management tool, which reduce the identified risks significantly. Risk mitigations are included in the annual Group performance scorecard and cascaded down to the performance scorecard of management employees at regional and operational levels. The formal risk review process starts during management’s annual strategic planning sessions where strategic risks and macro-trends are analysed as part of developing the Company’s risk register and mitigating actions. These are reviewed and updated quarterly, and presented to the Board’s Risk Committee twice a year for verification.

We have used this basis to publish risk tables and heat maps in our IAR for the last 10 years. In addition to these risks, Gold Fields also recognises longer-term strategic and emerging risks to the business and adjusts its strategies accordingly. The current strategic risks – under the heading “Our operating environment” – are addressed by our CEO in his report on p26 – 34.

Top 20 Group risks and opportunities in 2019

<p>1 GOLD/FOREX</p> <p>A sustained lower gold price, and currency exchange rate volatility</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Business restructuring and modernisation strategies to improve safety, efficiencies and costs • Business plans implemented and monitored through regular cost, capital and production reviews • Ongoing portfolio optimisation to support cash generation • Gold and copper production hedging in various regions 	<p>6 SAFETY</p> <p>Safety and health of our employees, including occupational illnesses</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Established Group Safety Leadership forum • Initiated Courageous Safety Leadership (CSL) programme throughout the Group during 2019 • Behaviour-based safety and visible-felt leadership programmes ongoing in all regions • All mines (except Gruyere) certified in terms of OHSAS 18001 or ISO 45001. Remaining mines plan to convert to ISO 45001 by March 2021 • Critical safety controls independently verified by third parties in all regions
<p>2 SOUTH DEEP</p> <p>South Deep – sustainability of improvements made during the year, and further increases in production to underpin profitability</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Productivity initiatives gaining traction and improving performance metrics • People initiatives are improving employee engagement, with more opportunities for further improvement • Improved fleet performance by focusing on effective maintenance and operation of equipment • Short-, medium- and long-term power security strategies in place to supplement grid power 	<p>7 SKILLS</p> <p>Attraction and retention of skills</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Fit-for-purpose regional and mine human resource (HR) structures to meet operational requirements • HR strategy focused on developing a high-performance culture • Succession planning and talent review systems in place at mine, regional and Group levels • Building line leader capabilities to enable strategic and operational focus and key deliverables
<p>3 RESOURCE NATIONALISM</p> <p>Resource nationalism/Licence to operate – government, regulatory, social and environmental imposts</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Enhanced engagement and lobbying through industry bodies • Implemented enhanced stakeholder engagement policies and strategies • Implementing South Deep’s 2018 – 2022 Social and Labour Plan (SLP) after obtaining regulatory approval • Conducted independent resource nationalism risk assessments in Ghana and Chile 	<p>8 ENERGY</p> <p>Security of power supply and cost of energy</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Implementing integrated energy and carbon management strategy • Completed hybrid power solution at Agnew and added solar power at Granny Smith • South Deep solar photovoltaic (PV) project advancement required for sustainable operation – engagement with SA government • Achieved energy certification in terms of ISO 50001 at Cerro Corona, Tarkwa and Damang. All mines to be aligned during 2020 • Commissioned dedicated gas power plants at Granny Smith, Agnew, Gruyere, Damang and Tarkwa • Entered into short-term oil price hedges
<p>4 R&R</p> <p>Replacing Resources and Reserves in Australia, Ghana and Peru</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Comprehensive near-mine exploration programmes yielding favourable results • Bedding down successful mergers and acquisitions strategy, such as the Asanko JV in 2018 • Damang Reinvestment continues ahead of plan, and Gruyere successfully commissioned in mid-2019 • Salares Norte project feasibility study (FS) completed, construction approved • Successful exploration activities at Tarkwa to replace depleted reserves 	<p>9 CLIMATE CHANGE</p> <p>Failure to implement climate adaptation measures</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Baseline Climate Change Report 2018, aligned with the TCFD recommendations, published to improve climate disclosure • Regional climate change risks assessed every five years an adaptation plans updated • Evaluating feasibility for renewable energy at Salares Norte project in Chile • Roll-out of renewable energy initiatives at all our mines
<p>5 MINING COSTS</p> <p>Rising mining costs</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Mature monitoring and measuring process in place with monthly and quarterly business reviews • Business and productivity improvement processes and structures at all operations • Innovation and technology (I&T) and modernisation strategy • Cost improvement programmes, including optimisation of labour efficiencies 	<p>10 CYBERCRIME</p> <p>Cybercrime/Loss of information and communication technologies data</p>	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> • Achieved ISO 27001 cybersecurity certification for corporate and regional offices, as well as all mining operations, in 2019 • Installed operational technology (OT) cybersecurity monitoring platform to safeguard critical infrastructure



New risk

COVID-19	RISK MITIGATING ACTION
COVID-19 (Coronavirus) pandemic	<ul style="list-style-type: none"> Adherence to country-specific regulations and protocols Crisis management team activated at Group office and crisis management protocols at all mines implemented South Deep mine on care and maintenance during South African lockdown period Comprehensive hygiene awareness campaign including all preventative measures at all offices and mines Imposition of travel ban for all company employees for business travel and self-quarantine for employees returning from international travel holidays Limiting visits by international consultants and service providers to our offices and mines

11 DEBT

High level of debt

MITIGATING ACTIONS

- Ongoing business optimisation and cash generation from operations
- Extensions for maturity dates on revolving credit facilities and regular engagements with credit rating agencies and financial institutions
- Completion of new bond offering
- Successful equity raise for Salares Norte project
- Refinancing Australian dollar debt

12 SOCIAL LICENCE

Impact on social licence to operate and host community relations

MITIGATING ACTIONS

- Reviewing and enhancing artisanal and small-scale mining (ASM) strategy
- Significant enhancements to stakeholder engagement and community relations programmes
- Indigenous Peoples framework and strategy developed for approval and implementation in Australia
- Ongoing community investment and Shared Value projects in Ghana, Peru, Australia and South Africa

13 WATER

Water pollution, security and reduction in freshwater use

MITIGATING ACTIONS

- Group water management policy and strategy updated
- Three-year regional water management plans developed and integrated with 2020 business plans
- Water recycle, reuse and conservation practices in place in all regions, with targets achieved in 2019

14 GEOTECHNICAL

Increased geotechnical risk underground and in open pits

MITIGATING ACTIONS

- Significant changes to the support system made at South Deep, including shotcrete in the de-stress ends, meshing of the advancing face in the de-stress ends, and anchoring the breakaways
- Ongoing implementation of the recommendations by the Geotechnical Review Board (GRB) relating to major project and pit cutbacks
- Real time continuous pit wall monitoring in place as the Damang cutback is progressing
- Ground support upgraded for increasing depth and introduction of paste backfill at our Australian underground mines
- Extraction sequence and mine design reviews at open pits in Australia

15 GHANA CONTRACTORS

Underperformance of mining contractors at Tarkwa and Damang

MITIGATING ACTIONS

- Advance capital approved to assist mining contractor with fleet replacement
- Notice served on principal contractor at Damang

16 CHILE

Political/social risks in Chile and impact on Salares Norte

MITIGATING ACTIONS

- Independent political and social risk assessments conducted and relevant recommendations being implemented
- Building relationships with local governments and business organisations in Atacama
- Prioritise employment of community members and local procurement of goods and services
- Engagement with former Chilean Economy Minister and constitutional expert to assess the potential magnitude of future constitutional changes
- Prepare scenarios of potential tax and royalty impacts

17 INFRASTRUCTURE

Ageing infrastructure at older mines

MITIGATING ACTIONS

- Planned maintenance and condition monitoring programmes
- Critical and long lead time spares inventory and maintenance of critical spares
- Insurance risk engineering surveys and remedial action tracking
- Business continuity planning included in overall enterprise risk management process

18 EZULWINI

Impacts of Ezulwini closure on South Deep

MITIGATING ACTIONS

- Detailed technical and legal arguments submitted to regulatory authority
- Host of safety and other measures to ensure the safety of our people and to protect our asset
- Maintain contact with Sibanye-Stillwater to ensure pumping measures are and remain in place
- Robust legal strategy to challenge court application by Sibanye-Stillwater
- Examining technical and commercial solutions for water usage

19 TECHNOLOGY

Failure to modernise operations

MITIGATING ACTIONS

- Real time monitoring solutions that track movement of equipment, people and production
- Programme in place for co-operation between original equipment manufacturers (OEMs), suppliers and ourselves
- Modernisation strategy implementation to work towards a Gold Fields Mine of the Future

20 TSF

Tailings storage facilities' (TSFs) failure

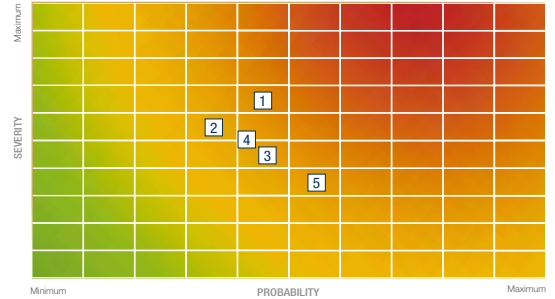
MITIGATING ACTIONS

- Our TSFs aligned with and assured against the ICMM position statement
- Increased governance at the Company and Board level, including the appointment of an in-house TSF specialist
- Participation and input into the new Global TSF standard through the ICMM
- Accelerated dam break assessments, design compliances and updated emergency response procedures implemented

RISKS AND MATERIALITY continued

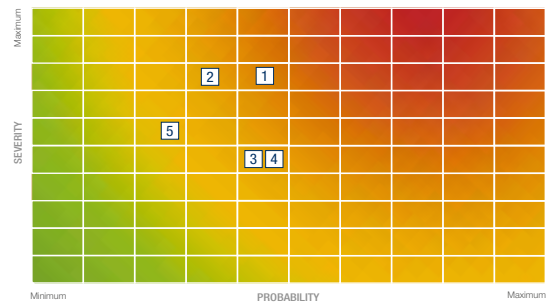
Top five risks per region in 2019

Americas

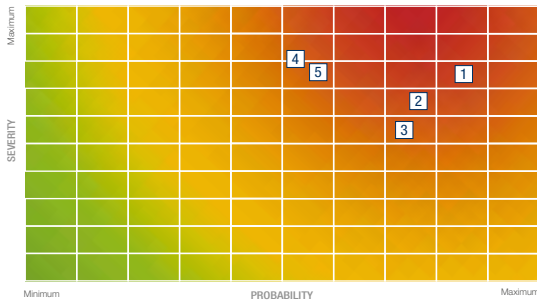


<p>1</p> <p>LIFE-OF-MINE</p> <p>Life-of-mine extension at Cerro Corona</p>	<p>2</p> <p>CHILE</p> <p>Political and social risks in Chile and potential impact on Salares Norte project</p>	<p>3</p> <p>GOLD/COPPER</p> <p>Gold and copper price and exchange rate volatility</p>	<p>4</p> <p>SOCIAL LICENCE</p> <p>Local social pressures, conflicts and community expectations ahead of elections in Peru</p>	<p>5</p> <p>PERMIT DELAYS</p> <p>Delay in granting sectoral permits related to the modification of environmental licence</p>
<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Accelerate mining and stockpiling to facilitate early in-pit tailings Feasibility Study completed during 2019, which confirmed mine life until 2030 Build-up of stocks to reduce risk of ore availability 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Engagement with key stakeholders, particularly government and communities Engaging governments directly and indirectly through industry associations Thorough due diligence and approval process completed ahead of project Independent resource nationalism risk assessments conducted and key recommendations being implemented Latest political decision confirming new constitutional process in Chile reduced protests 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Sound and mature performance monitoring processes and adjustments where required Business and productivity improvement structures and processes in place Gold and foreign exchange hedges to support Salares Norte project 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Proactive community and stakeholder engagement Crisis management plans to address potential conflict Stringent follow-up and feedback on all community commitments Involvement of government authorities in social projects 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Environmental Impact Assessment 8.8 approved in December 2019 Current 2020 business plan to be adjusted according to the current anticipated permit timetable

Australia

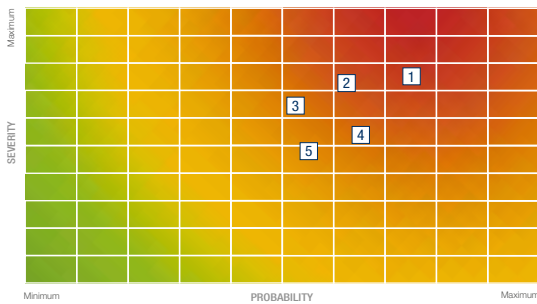


<p>1</p> <p>LIFE-OF-MINE</p> <p>Reserve life at our Australia mines</p>	<p>2</p> <p>OPERATIONAL DELIVERY</p> <p>Delivery of operational plans</p>	<p>3</p> <p>SKILLS</p> <p>Turnover of key personnel and impact on operational performance</p>	<p>4</p> <p>NATIVE TITLE</p> <p>Native title and associated stakeholder relations</p>	<p>5</p> <p>GRUYERE</p> <p>Gruyere – enhance strong production start-up</p>
<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Successfully completed Gruyere commissioning Significant near-mine exploration to delineate further Reserves Accelerated exploration intervention at Agnew ongoing Acquisition of ground near St Ives through a joint venture 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Annual strategic and business planning process to generate realistic mine plans Weekly, monthly and quarterly monitoring of performance and remediation if required Rescheduling production at Granny Smith and St Ives 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Review and improvement of employee development programmes Flexible working arrangements to facilitate greater work-life balance Government skills import programme relaxed Quarterly talent discussions held at regional leadership level with mid-year adjustments to critical roles 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Stakeholder engagement strategies and programmes in place Extend business opportunities and job placement to Indigenous people, where feasible Finalisation of a holistic strategy for Indigenous People Engagement Implementation of the approved Reconciliation Action Plan Ongoing legal strategy as back-up to engagement 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Management team bolstered for synchronisation and ramp up to nameplate production Dedicated resources allocated to ensure successful operation Business performance in line with market guidance



South Africa

<p>1</p> <p>OPERATIONAL DELIVERY</p> <p>South Deep: Sustainability of improvements made in 2019, and further increases in production</p>	<p>2</p> <p>SKILLS</p> <p>Unavailability of right skills to drive the execution of business plan</p>	<p>3</p> <p>MINING COSTS</p> <p>The impact of rising costs on operations and margins</p>	<p>4</p> <p>SAFETY</p> <p>Health and safety of our employees</p>	<p>5</p> <p>ENERGY</p> <p>Security of electricity supply and escalating costs</p>
<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Develop and implement effective and productive structures Establish an effective and sustainable management operating system to drive disciplined execution Frontline productivity intervention to improve leadership level skills Identify business improvement initiatives and drive implementation thereof Implement strategy to further improve fleet reliability and utilisation Short-, medium- and long-term power security strategies in place 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Career path development programme (roles, responsibility and development plans in place) Develop a personal development strategy plan for each department at South Deep, highlighting digital skills requirements Identify, develop and recruit successors for critical roles and manage skills gap in these rolls Robust talent management system Training programmes developed according to defined strategy 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Cost reviews with suppliers Further focus on increasing production and cutting unnecessary costs 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Initiating the behaviour-based safety programmes (Vital Behaviours and CSL) Ensure alignment with the OHSAS 18001 management system standard Mine Occupational Safety and Health (MOSH) initiatives and adoption of best practices Purposeful Visible Felt Leadership programmes 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Accelerate implementation of energy efficiency initiatives Mine is not running at full capacity – allows us to work around load-shedding schedules Purchase of additional back-up diesel generators South Deep solar PV project advancement required for sustainable operation – engagement with South African government



West Africa

<p>1</p> <p>RESOURCE NATIONALISM</p> <p>Resource nationalism – fiscal and government policy changes</p>	<p>2</p> <p>GHANA CONTRACTORS</p> <p>Underperformance of mining contractors</p>	<p>3</p> <p>DAMANG</p> <p>Execution of Damang Reinvestment project</p>	<p>4</p> <p>LIFE-OF-MINE</p> <p>Reserve depletion at Tarkwa – inadequate organic growth and life-of-mine extension</p>	<p>5</p> <p>MINING COSTS</p> <p>Rising mining costs</p>
<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Frequent engagement with relevant government departments Intensive engagement via the Ghanaian Chamber of Mines Ensure adherence to principles and conditions in our Development Agreement (DA) with the Ghana government Legal strategies in addition to government engagement Independent resource nationalism risk assessment conducted with actions being implemented 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Advance capital approval for procurement of additional fleet including a third party maintenance contract in the long term Notice served on principal contractor at Damang 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Implementation and delivery of milestones under the reinvestment plan Fit-for-purpose organisational structure and continuous improvement initiatives Ongoing monitoring of contract mining milestones and strategic management of and support to contractors Pit-wall control and de-risking by continuous implementation of geotechnical recommendations 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Continued brownfields exploration to test for further potential at Tarkwa Modernisation programme to improve operational and processing efficiencies and drive a reduction in cut-off grades Ensure utilisation of DA benefits for long-term exploration potential Bringing the Asanko JV Mineral Reserves ounces to account, thus boosting the Reserves position for the region 	<p>MITIGATING ACTIONS</p> <ul style="list-style-type: none"> Efficiency and productivity improvement by implementing a multitude of business intelligence and I&T initiatives Cost leadership and cost containment programmes

OUR MATERIAL MATTERS

Gold Fields materiality analysis and value drivers

Our materiality analysis identifies significant economic, environmental, social and governance factors that could substantively influence the decisions of shareholders and stakeholders regarding our ability to deliver our strategic objectives and value creation over the short, medium and long term. This analysis contributes to the Group's development of its business plans and strategies.

Gold Fields conducts a materiality analysis every year, which is informed by our strategic and risk management processes, amongst other. In 2019, a Group steering committee focused its analysis on reconfirming the scope and boundaries of the analysis recognising the changing footprint of the business. Furthermore, we reconstructed our topics used for the materiality analysis from over 20 different internal and external sources of sustainability priorities relevant to our business. These included the ICMM 10 Principles and eight Position Statements, the GRI Mining and Metals Sector Supplement, the UN Global Compact 10 Principles, investor environment, social and governance (ESG) focus areas, Gold Fields' strategic priorities, internal risk management

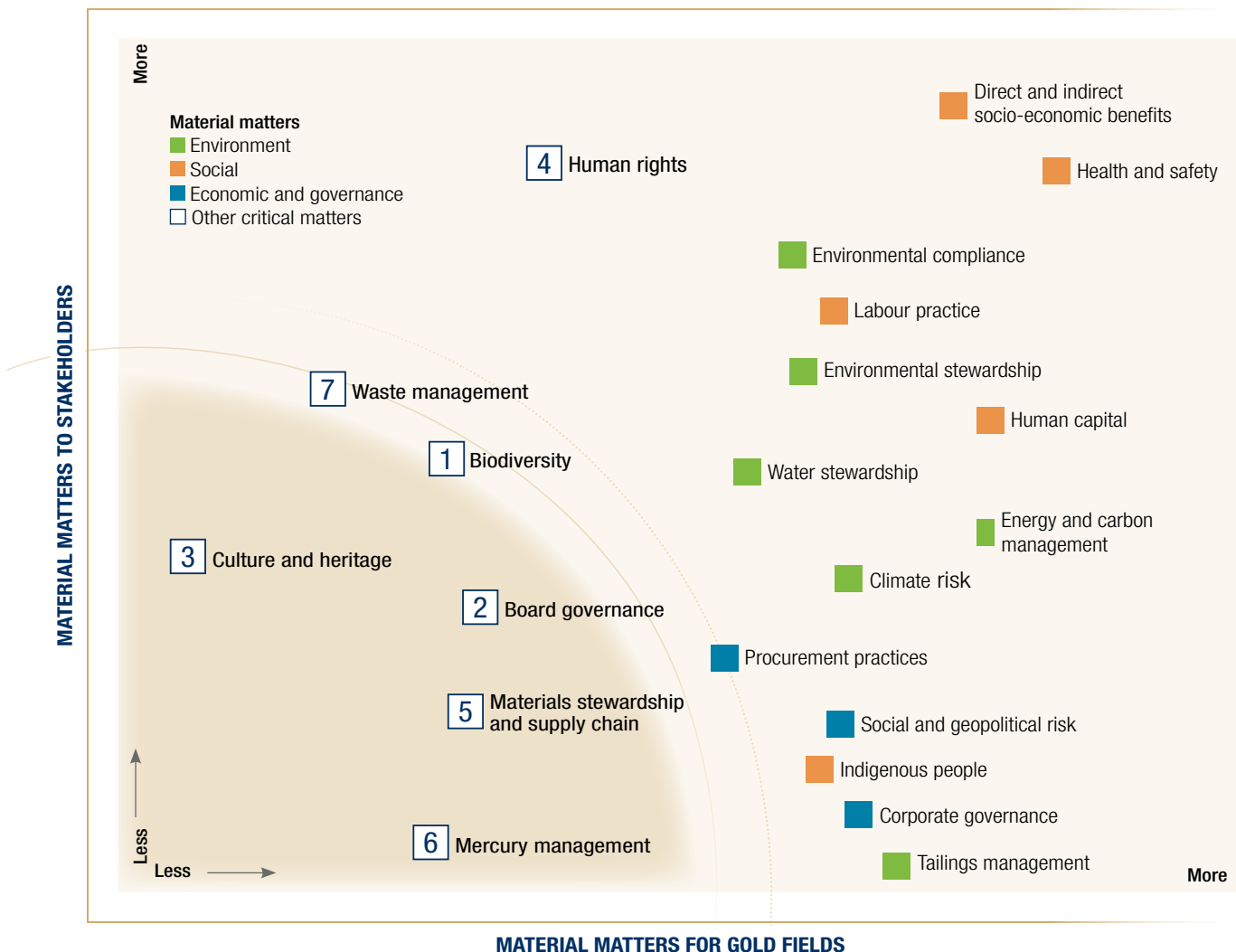
outcomes and, importantly, external stakeholder engagement outcomes.

From this pool of sustainability topics, we identified 54 potentially material matters, which we further analysed to prioritise and rank them. This resulted in 14 material matters and an additional seven 'relevant' topics for Gold Fields. A significant change, and improvement, in our 2019 analysis has been the prioritisation and ranking of material matters that are most important to Gold Fields, and those which are most important to our stakeholders.

In identifying matters most important to our stakeholders, we utilised feedback from some of our routine engagements with key stakeholders, and materiality assessment interviews undertaken with stakeholders across our business in 2018. This was supplemented with additional interviews undertaken in 2019 and early 2020. As part of our materiality assessment and external stakeholder interviews, we identified an opportunity to diversify our external stakeholder engagement and further strengthen our diversity in materiality assessment interviews.

The graphic below represents the outcomes of the 2019 materiality assessment:

Material matters to Gold Fields and its stakeholders





Governance

- Vision of the Chairperson
- Our Board of Directors
- Summarised corporate governance

p16
p18
p21



The gold plant at our new Gruyere mine in Australia

VISION OF THE CHAIRPERSON

“The cash generated by our mines enabled us to invest in the Company’s future growth, while also creating significant value for our key stakeholders”

Cheryl Carolus



Since the decline in the gold price in 2013 – with a meaningful recovery only commencing in 2019 – the global gold mining industry has been in survival mode. This resulted in aggressive cost cutting, headed by sharp reductions in capital expenditure and exploration.

Seven years on the industry appears significantly under-invested, which may result in declining gold production and increased costs in the future. The consolidation and acquisition activities in the industry during 2018 and 2019 were, we believe, a response to this under-investment. In the coming years, gold miners will inevitably be forced to raise spending on new projects and exploration to merely maintain their production profiles at current levels. Notwithstanding this, we believe the years of under-investment will result in a decline in gold production in years to come.

I am pleased to say that Gold Fields went against the trend. With its strategic focus on organic growth, during late 2016 and early 2017, the Gold Fields

Board approved a number of large projects that combined into a three-year, US\$1bn investment programme to ensure that our portfolio of mines continue to generate cash sustainably into the foreseeable future. The investments the Company has made during this time were significant. We have essentially built two new mines – Gruyere in Australia and Damang in Ghana – bought 45% of the prospective Asanko mine in Ghana and have taken a greenfields project – Salares Norte in Chile – to a positive construction decision. There is also the continued investment in near-mine exploration at our Australian operations to secure their longevity.

While the investments certainly were counter-cyclical, and criticised by some market participants, it has proved to be the right strategy for the Group, and we started to see early, but significant, benefits during 2019. In fact, I would consider 2019 the most successful in my tenure as Chairperson. For myself, the

top achievement by our Company was the progress made at South Deep in South Africa.

After a difficult 2018, in which we undertook a significant restructuring process, which resulted in reducing our workforce by a third, South Deep can now report material and steady progress towards sustainable growth. With costs cut by 31% and production up by over 40%, South Deep stemmed its decade-long cash burn in 2019 and contributed US\$15m in net cash compared to an outflow of US\$146m in 2018. As significant, the leadership team has managed to facilitate a new culture of performance at the mine, as exemplified by a 30% improvement in employee and fleet productivity. It truly is remarkable progress, and we are cautiously optimistic about further entrenching these developments during 2020.

I share our Chief Executive Officer’s (CEO’s) sentiment that our portfolio is now in a strong position to maintain sustainable production of 2.0Moz –

2.5Moz per year for the next 10 years. The Group has again exceeded its production and cost targets, and, aided by the stronger gold price, cash-flow from our mines totalled over US\$550m. This enabled Gold Fields to exceed its financial targets for the year, funding the last phase of the investment programme while paying a meaningful dividend and repaying debt at the same time. The US\$860m (in 2020 terms) construction of Salares Norte will also not put undue strain on the balance sheet, after we successfully raised US\$249m in new equity on favourable terms as part of the funding solution for this project.

The cash generated by our mines has enabled us to invest in the Company's future growth, while also creating significant value for our key stakeholders and paying off debt. During 2019, Gold Fields' total value distribution to our stakeholders amounted to US\$2.6bn in the form of payments to governments, capital providers, business suppliers and our workforce.

Over the past few years, Gold Fields particularly focused on strengthening relations with our host communities, whose partnerships are critical in sustaining our mines. Our efforts have seen good progress and our operations successfully improve the economic wellbeing of these communities through host community employment and procurement, as well as significant community investment projects. As a result, about a third of our total value creation during 2019, around US\$782m, remained with our host communities.

My optimism about the future of the Company is not only based on its sound operational and financial performance in 2019, but also on its firm commitment to sustainability. This year, for the first time, Gold Fields reported no serious environmental incidents. We are also making early and successful forays into renewable energy at our Australian mines, thus further reducing our carbon footprint.

Above all, I have the utmost faith in the people of Gold Fields – our achievements would not be possible without them. While relatively young, the team is dedicated, hard-working and skilled. And, pleasingly, increasingly diverse. We strongly back a further increase in the diversity and gender

representation in the workforce, which is captured in a formal diversity policy approved by the Board last year.

We have made reasonable progress on diversity to date. Around 20% of our total workforce and management are now female, half of whom work in core mining activities. Furthermore, about half of management and technical positions at South Deep are held by Historically Disadvantaged South Africans (HDSA), while we also seek to reflect the diversity of the countries we work in among the workforce at all our mines. We aim to do better, but we believe this is a good first step as we seek to attract more women to our mines around the world and further entrench diversity among our workforce.

Our commitment to the safety and health of Gold Fields' employees and the people impacted by our mines, particularly those from our host communities, remains the most critical part of our work. Turning to safety first, the Board shares management's commitment to eliminate all fatalities and serious injuries. Tragically, however, we recorded one fatality – that of Maria Ramela, a trackless crew leader at South Deep – and 12 serious injuries. We owe it to Maria and the countless other miners who have lost their lives over the years that we further intensify our efforts until we have achieved zero harm. During 2019, we did however make significant improvements in our safety culture, systems and leadership, and we saw a decline in the number of serious injuries, as well as the severity of these injuries.

When it comes to safety, occupational health and operational issues that have the potential to adversely impact our people and communities, the Board often gets more directly involved. For example, we have worked closely with management in ensuring that the governance and management of Gold Fields' 34 tailings facilities are monitored regularly. This included mine visits to all facilities by a member of the Board. This issue has moved up the Board's agenda following the tragic tailings failure at Brumadinho in Brazil during January 2018, which took the lives of 270 people. We have also actively participated with the International Council on Mining & Metals (ICMM) in

the formulation of new global tailings standards.

This year, the Board also welcomed the final court endorsement of the R5bn (US\$380m) settlement reached between six gold mining companies, including Gold Fields, and attorneys representing ex-mineworkers suffering from Silicosis and Tuberculosis (TB). An independent trust is set to start paying out settlements around mid-2020. It cannot come soon enough for the thousands of affected ex-mineworkers and their relatives.

Finally, and most critically at present, we fully support management's proactive and comprehensive approach towards mitigating the impact of the Covid-19 (coronavirus) pandemic on our people, as well as its full adherence to all relevant government regulations, culminating in the lockdown of many of the countries in which we operate. For further details see the CEO Report, p30.

During 2019, there were no changes to the Board or Executive Committee (Exco) of the Company. I am confident that we can maintain this stability and retain this team of dedicated, able men and women. Their experience, knowledge and commitment was undoubtedly a key reason for Gold Fields' success in 2019. However, this does not absolve the Board from its critical duty to ensure succession for the most critical roles within the Company. Succession planning has moved up in the Board's agenda over recent years, and we are applying our minds to ensure continuity when key members of the executive retire or leave.

I would like to end by thanking my fellow directors and Gold Fields' executive leadership team along with the employees of this Company for their dedication and commitment to the sustainability of our business. The successes of 2019 are a tribute to them.



Cheryl Carolus
Chairperson

OUR BOARD OF DIRECTORS

As the highest governing authority of Gold Fields, the Board of Directors has ultimate responsibility for the Company's adherence to sound corporate governance standards. Furthermore, the Board ensures that all business decisions are made with reasonable care, skill and diligence.

During 2019, we had Board and Board committee attendance of 97%, which reflects our resolute commitment to effective governance and leadership. The full 2019 Board and Board committee attendance, as well as detailed curricula vitae (CVs) of the directors, are in the Corporate Governance Report included in our Annual Financial Report (AFR). For the Board and committee attendance record see p05.



1.

CHERYL CAROLUS
(61)

Chairperson

BA Law; Bachelor of Education, University of the Western Cape; Honorary Doctorate in Law, University of Cape Town

Appointed to the Board:
Director, 2009
Chairperson, 2013

2.

RICHARD MENELL
(64)

Deputy Chairperson

MA (Natural Sciences Geology), Cambridge; MSc (Mineral Exploration and Management), Stanford University, California

Appointed to the Board:
Director, 2008
Deputy Chairperson 2015,
Lead independent director, 2017

3.

PHUTI MAHANYELE-DABENGWA
(49)

Independent non-executive director

Executive Development Programme, Kennedy School of Government, Harvard University; MA Business Administration, De Montford University, Leicester; BA Economics, The State University of New Jersey

Appointed to the Board:
2018

4.

PAUL SCHMIDT
(52)
Chief Finance Officer (CFO)

BCom, University of the Witwatersrand; BCompt (Hons), University of South Africa; CA(SA)

Appointed to the Board:
Executive director, 2009
CFO, 2009

5.

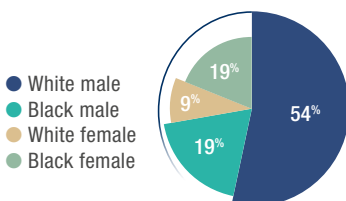
TERENCE GOODLACE
(60)

Independent non-executive director

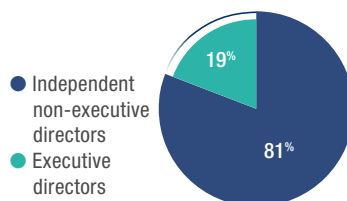
MBA (Business Administration), University of Wales; BCom, University of South Africa; NHDip (Metalliferous Mining), Witwatersrand Technikon; MDP, University of Cape Town

Appointed to the Board:
2016

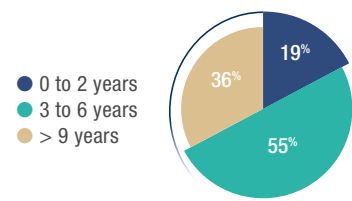
BOARD DIVERSITY



BOARD INDEPENDENCE



BOARD TENURE



CORPORATE GOVERNANCE OVERVIEW

Along with good governance, our vision of being the global leader in sustainable gold mining depends on leadership that is ethical, accountable and transparent. Ensuring that we comply with relevant legislation and industry standards is just the start. Given the nature of our business, protecting and enhancing our reputation and social licence to operate is critical for ensuring sustainable value creation and the support of our key stakeholders. Seeing that we operate in social and political

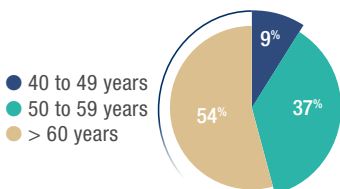
contexts that are often challenging, effective and ethical governance guides our employees at our mines and operations in five countries.

In addition to the international standards and guidelines with which we voluntarily align (detailed on p03 of our AFR), we are committed to entrenching the principles of King IV throughout our business. The application of King IV within Gold Fields can be found in our full Corporate Governance Report (p14 – 16 of our AFR).

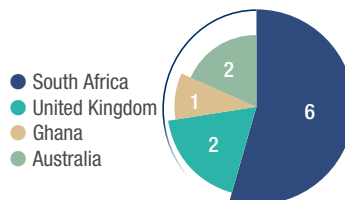


6.	7.	8.	9.	10.	11.
<p>CARMEN LETTON (54) Independent non-executive director PhD (Mineral Economics), University of Queensland; Bachelor Mining Engineering, WASM Appointed to the Board: 2017</p>	<p>PETER BACCHUS (51) Independent non-executive director MA (Economics), Cambridge University Appointed to the Board: 2016</p>	<p>STEVEN REID (64) Independent non-executive director BSc (Mineral Engineering), South Australian Institute of Technology; MBA, Trium Global Executive; ICD.D, Institute of Corporate Directors Appointed to the Board: 2016</p>	<p>NICK HOLLAND (61) Chief Executive Officer (CEO) BCom; BAcc, University of the Witwatersrand; CA(SA) Appointed to the Board: Executive director, 1998 CEO, 2008</p>	<p>ALHASSAN ANDANI (58) Independent non-executive director BSc (Agriculture), University of Ghana; MA (Banking and Finance), Finafrica Institute in Italy Appointed to the Board: 2016</p>	<p>YUNUS SULEMAN (62) Independent non-executive director BCom, University of KwaZulu-Natal; BCompt (Hons), University of South Africa; CA(SA); CD (SA) Appointed to the Board: 2016</p>

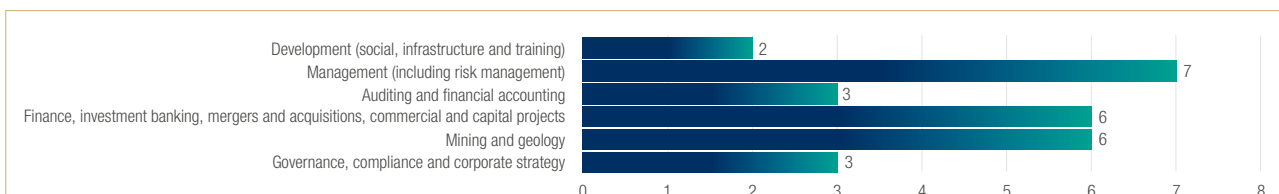
BOARD AGE



NATIONALITIES



Experience (number of directors)



OUR BOARD OF DIRECTORS continued

The Board and its committees

The Board of Directors

Meets four times per year



Chairperson:
Cheryl Carolus

The Board is the highest governing body of the Company, offering guidance as it oversees how the Group achieves its strategic objectives and deliver maximum value to its stakeholders. Our Board of Directors is a diverse group of competent, appropriately skilled and experienced individuals, who seek to govern with integrity, responsibility, authenticity, impartiality and transparency. Furthermore, our Board informs the ethical culture of the entire Group. It has delegated the responsibility of implementing Gold Fields' Code of Conduct to management, who also ensures adherence thereof. Management also monitors how a culture of ethics is being cultivated within Gold Fields.

Nominating and Governance Committee

Meets four times per year



Chairperson:
Cheryl Carolus

Members: Steven Reid, Rick Menell, Yunus Suleman

This Committee considers the structure and operation of Gold Fields' Board and how this relates to effectiveness, and ensures a robust approach to the Company's corporate governance. It also takes responsibility to ensure succession for directors and key executives and is involved in the recruitment of appropriately skilled managers.

Remuneration Committee

Meets four times per year



Chairperson:
Steven Reid

Members: Cheryl Carolus, Alhassan Andani, Rick Menell, Peter Bacchus

The Committee assists the Board in ensuring that remuneration throughout the Group is fair and equitable, and that it supports Gold Fields' strategic objectives. In particular, the Committee ensures that the remuneration of executive management is directly linked to Gold Fields' performance, thereby protecting the investment by shareholders and the interest of other stakeholders by incentivising management to deliver value.

Social, Ethics and Transformation (SET) Committee

Meets four times per year



Chairperson:
Carmen Letton

Members: Cheryl Carolus, Rick Menell, Alhassan Andani, Nick Holland, Phuti Mahanyele-Dabengwa

This Committee guides and assists the Board in ensuring that it discharges its oversight responsibilities relating to social, HR and community matters, as well as stakeholder relationships. Furthermore, it holds the Company responsible for its interaction with communities and employees to help the business retain its social licence to operate – a critical component of long-term sustainability.

Capital Projects, Control and Review Committee

Meets four times per year



Chairperson:
Rick Menell

Members: Peter Bacchus, Terence Goodlace, Yunus Suleman, Steven Reid, Cheryl Carolus, Phuti Mahanyele-Dabengwa, Carmen Letton

This Committee considers and approves new capital projects and satisfies the Board that the Group has used correct, efficient methodologies in evaluating and implementing such projects.

Risk Committee

Meets twice per year



Chairperson:
Peter Bacchus

Members: Terence Goodlace, Carmen Letton, Yunus Suleman

The Committee assists the Board in developing and identifying the risks and opportunities facing the Company, improving effective risk management controls and ensuring consistent value creation for our stakeholders in an ever-changing risk environment.

Safety, Health and Sustainable Development (SHSD) Committee

Meets four times per year



Chairperson:
Terence Goodlace

Members: Cheryl Carolus, Rick Menell, Steven Reid, Carmen Letton, Phuti Mahanyele-Dabengwa

This Committee assists the Board to steer SHSD strategies, approve policies, monitors SHSD performance and ensures that the Company complies with relevant laws, regulations and external standards to ensure optimal safety, health and environmental practices, contributing to the Group's reputation as a responsible corporate citizen.

Audit Committee

Meets six times per year



Chairperson:
Yunus Suleman

Members: Rick Menell, Alhassan Andani, Peter Bacchus

The Committee oversees the integrity and transparency of Gold Fields' corporate reporting and accounting practices, and considers risks that may affect the integrity of external reports.

Ad-hoc Investment Committee



Chairperson:
Peter Bacchus

Members: Alhassan Andani, Yunus Suleman, Steven Reid, Cheryl Carolus, Rick Menell

This Committee considers and makes recommendations to the Board on strategic organisational and structuring options for the Group, as and when required, to maximise shareholder returns sustainably.

Group Exco



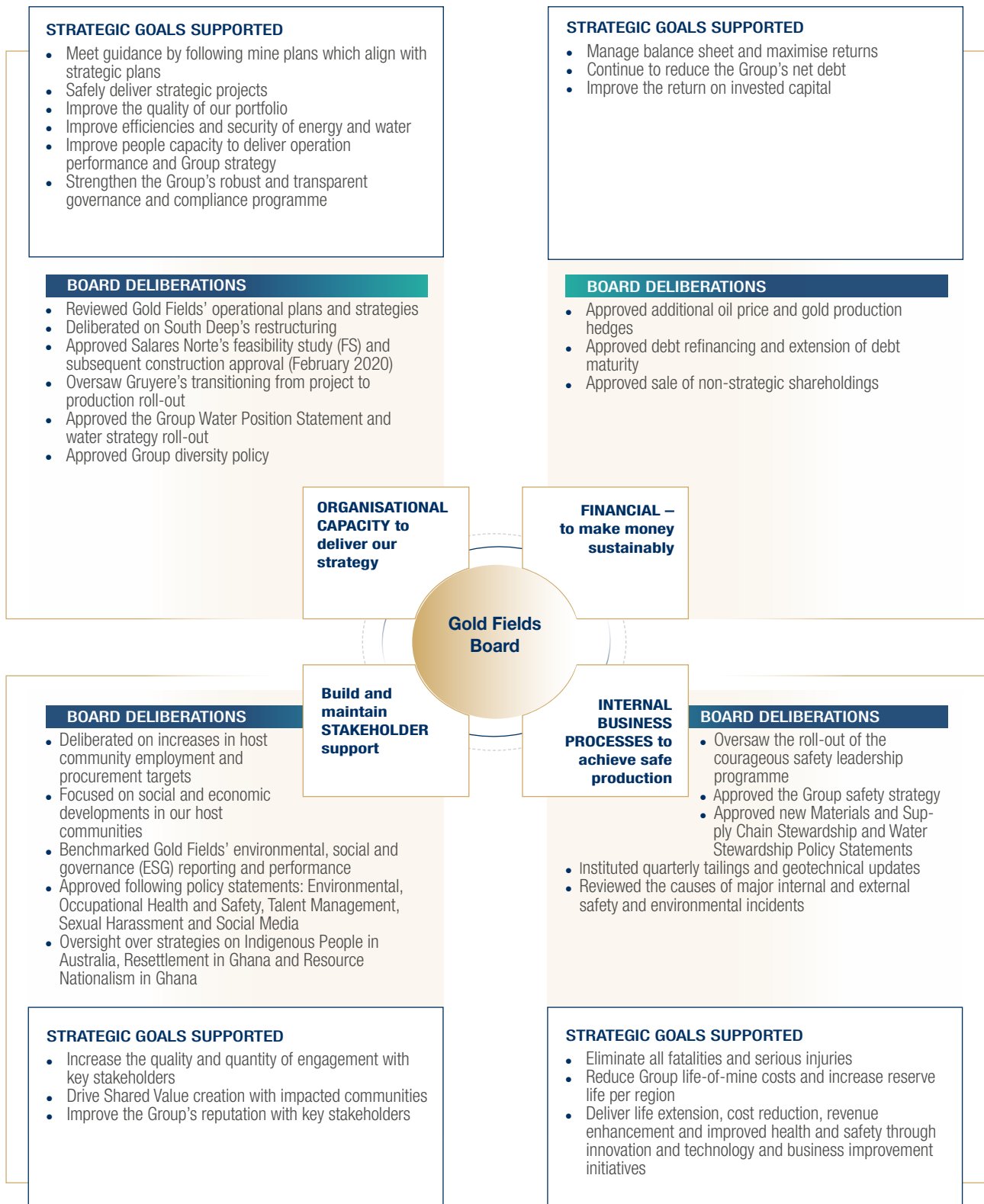
Chairperson:
Nick Holland

The Group Exco is primarily responsible for the implementation of Gold Fields' strategy, as well as carrying out the Board's mandate and directives. Meeting on a regular basis, Exco reviews the Company's performance against set objectives, and develops strategies and policy proposals for consideration by the Board. It also assists the Board in the execution of the Company's disclosure obligations.

Exco consists of the principal officers and executive directors of Gold Fields – 12 members in total. The Exco members are profiled at www.goldfields.com/our-leadership.php.

SUMMARISED CORPORATE GOVERNANCE

Key deliberations and decisions taken by the Board in 2019



SUMMARISED CORPORATE GOVERNANCE continued

How Board governance adds value

SETTING FAIR REMUNERATION

- Determines remuneration principles in line with King IV
- Ensures executive remuneration is fair, equitable and responsible, and informed by Exco's achievement of Gold Fields' strategic objectives
- Ensures remuneration practices align with shareholder interests and support the achievement of a sustainable business by:
 - Helping to attract, motivate, retain and reward employees
 - Driving achievement of strategic objectives through incentives and rewards
- Approves a remuneration policy that includes disclosures on implementation to ensure transparent reporting of CEO and CFO remuneration

SUPPORTING STRATEGY THAT DELIVERS VALUE AND SUSTAINABILITY

- Approves strategic goals and direction following Exco's presentation of strategy, business plans and risk register for input
- Ensures strategy drives a sustainable business agenda and considers the interests of stakeholders by balancing how risks and opportunities might impact the achievement of objectives
- Agrees upon performance targets
- Monitors implementation of strategy through quarterly Board meetings
- Quarterly CEO reports on performance against operational targets
- Performs on-site visits to operations and projects and, on occasion, interacting with individual executives on strategic and operational performance

DRIVING INCLUSIVE STAKEHOLDER ENGAGEMENT

- Approves stakeholder relationship and engagement policy to ensure that stakeholder engagement allows for collaborative and informed decision making
- Oversees transparent reporting so stakeholder groups can make informed assessments of Gold Fields' ability to deliver sustainable value
- Drives ongoing evolution of inclusive stakeholder engagement and relationship building to balance the interests, needs and expectations of stakeholders with the best interests of the Company

BUILDING AN ETHICAL CULTURE

- Upholds an ethos of good governance and sustainability
- Sets the tone for a culture of ethics that underpins commitment to compliance, and voluntarily embrace leading practice standards and principles, where practical
- Ensures business decisions are made with reasonable care, skill and diligence to protect reputation and maintain licence to operate
- Promotes a culture of ethics and responsible corporate citizenship

CREATING A SAFE AND HEALTHY WORKING ENVIRONMENT

- Upholds the primary value of "If we cannot mine safely, we will not mine", thereby supporting the practice of stopping mining in areas or situations that are deemed unsafe
- Supports minimising potential negative impacts on employees and contractors, maintaining operational continuity and protecting reputation
- Together with management, drives a stringent safety and health culture
- Oversees adherence to safety, health and environmental legislations, standards and compliance requirements, and approves adoption of various voluntary leading safety principles

ENSURING REGULATORY COMPLIANCE AND SOUND GOVERNANCE

- Ensures compliance with all relevant laws and regulations, and the highest levels of corporate governance
- Supports Exco decisions to drive governance in line with leading practices
- Reviews corporate governance systems and frameworks to align these with increasingly stringent regulatory standards

ENVIRONMENTAL STEWARDSHIP AND IMPACT ON COMMUNITIES

- Ensures alignment with good corporate citizenship, assessment and speedy response to any negative impacts operations may have on communities and the environment
- Through the SET Committee, focuses on, among others, impact on communities, while the SHSD Committee deals with, *inter alia*, issues of environmental stewardship

Ensuring we do business ethically

THE STRUCTURES AND MECHANISMS USED TO DRIVE ETHICAL BUSINESS PRACTICE

The foundation of our business is based on strong ethics. Our Board, along with its committees, is responsible for setting the ethical tone which, in turn, cultivates a culture of integrity and transparent reporting to our stakeholders. From this foundation, we build trust with our stakeholders, allowing us to strengthen our reputation and create sustainable value. We have numerous mechanisms in place to help to ensure we conduct our business ethically, adhere to compliance requirements and entrench good governance within the business.

1 Legal and compliance

1

We assess any legal, non-compliance and reputational risks facing the Company and mitigate these by enacting an effective governance and compliance framework, which encompasses mitigating controls.

During 2019, we:

- Enhanced the annual profiling exercise relating to applicable laws and regulations, as well as non-binding rules, codes and standards Gold Fields adheres to
- Enhanced the Group Governance and Compliance portal to include data privacy rules
- Risk-screened 100% of all new and existing suppliers and contractors for a range of pre-defined risk categories
- Analysed engagements with and commitments made to external stakeholders, as well as declarations filed in terms of the Group's Code of Conduct
- Extended operational audits by our Internal Audit function to include compliance-specific controls

2

Audit and risk

The Risk Committee examines the key risks and opportunities facing the business and reports these to the Board twice a year. The Board aims for effective controls and corrective measures to manage and mitigate these risks. Furthermore, the Audit Committee seeks to ensure the integrity, accuracy, and adequacy of Gold Fields' accounting records.

Internal Audit ensures that the necessary internal controls are in place to mitigate any potential risks in all regions. Our operations receive an audit ranking and, where necessary, corrective measures are put in place.

The *External Audit* function assures the integrity, accuracy and adequacy of accounting records and corporate reporting. PricewaterhouseCoopers Inc. was appointed as our auditors from 2019.

For more information on our Risk and Audit Committees, refer to p07 – 09 of the AFR.

3 Commitment to leading practice

3

We support the development of an ethical and responsible gold mining industry. Gold Fields is aligned to leading practices, which underpin our commitment to responsible corporate citizenship. We are committed to and guided by:

- The legislation and regulations of the countries in which we operate
- The requirements of the JSE and NYSE
- The United Nations (UN) Guiding Principles on Business and Human Rights
- The ICMM 10 Principles on Sustainable Development and eight position papers
- The 10 Principles of the UN Global Compact
- King IV
- UN Convention Against Corruption
- The Organisation for Economic Co-operation and Development (OECD) Convention on Combating Bribery
- Extractive Industry Transparency Initiative
- World Gold Council – Conflict Free Gold Standard
- Voluntary Principles on Security and Human Rights
- Task Force on Climate-related Financial Disclosures (TCFD)

4

Code of Conduct

Our Code of Conduct takes into account Gold Fields' values, and informs the way we conduct ourselves – from our operations to our Board. It also extends to our supply chain business partners. Updated in 2017, our Code of Conduct was distributed to all existing employees, while new employees receive it during their onboarding processes. As at end-2019, 85% of our people had undergone training on the Code of Conduct. We also have an anonymous tip-offs hotline in operation at all time and in all regions, and the Company takes a zero tolerance approach to intimidation and victimisation of those who report incidents.

Key principles of our Code of Conduct:

- Ethical leadership within the organisation, along with ethical management
- Protection of employees and third-party whistleblowers, promoting an environment for reporting of transgressions
- Safeguarding the business against potential reputational harm and litigation
- Transparent and ethical dealings with government and suppliers
- Protection of Company information
- Accurate and transparent reporting
- Safeguarding against insider trading

2019 was the first
year that we saw the
real benefits of our

US\$1bn
investment
programme

A third of our total
value creation of
US\$2.58bn
was returned to
communities



CEO report and our performance against material matters

OUR MATERIAL MATTERS

This year, we underwent a comprehensive formal process to identify material matters. We identified the following six material matters and the CEO Report and subsequent content is structured around these material matters:

- Asset portfolio management/maximisation
- Improving operational performance/enhancing margins
- Strengthening the balance sheet
- Our employees
- Responsible stewardship of natural resource
- Supporting the development of sustainable communities

- Introduction and overview
- Our operating environment
- CEO Report on 2019 performance
- CEO 2019 BSC
- Group 2020 BSC
- Material matters – Value creation for **our shareholders**
- Material matters – Managing, growing and protecting **our employees**
- Material matters – **Our environment**
- Material matters – Value creation for **our communities** and **governments**

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INTRODUCTION AND OVERVIEW

“Our portfolio is now in a strong position to maintain production of 2.0Moz – 2.5Moz per year for the next 10 years”

Nick Holland



Dear stakeholders

Three years ago, Gold Fields embarked on a reinvestment programme that sought to create a portfolio of mines and projects that would ensure the Group's long-term, safe and sustainable production profile. Our key motivation behind this investment drive was to ensure that our portfolio continued to generate cash sustainably into the foreseeable future by lowering All-in costs (AIC), extending mine life, while preserving a sound balance sheet.

We believe that Gold Fields went against the grain by spending almost US\$1bn on new projects over these past few years. Unlike many of our industry peers, who have been more focused on consolidation, mergers and acquisitions, Gold Fields focused internally. Since we embarked on the reinvestment programme, we essentially built two new mines – Gruyere in Australia and the Damang Reinvestment project in Ghana – and took Salares Norte – a greenfields project in northern Chile – to a positive construction decision. Looking to the

future, we think the industry will need to return to greenfields exploration to find new projects to maintain longer-dated production profiles.

Our portfolio is now in a strong position to maintain production of 2.0Moz – 2.5Moz per year for the next 10 years, of which well over 2.0Moz will be outside of our South African base. This is a level of production our mines in Ghana, Australia and Peru achieved for the first time in 2019.

For Gold Fields, the 2.0Moz – 2.5Moz range is our optimal annual production level as it allows us to maintain and grow our Mineral Reserves beyond annual depletion. In addition, we believe that a portfolio of no more than 10 mines is optimal, allowing management to properly focus on operations.

2019 was the first year that we saw the real benefits of our US\$1bn investment programme. We achieved increased production, lowered our costs and continued to maintain a strong balance sheet. With a vastly improved contribution

from South Deep, the Group reported attributable gold equivalent production of approximately 2.20Moz (2018: 2.04Moz), again exceeding the upper end of the guidance range.

AIC for 2019 amounted to US\$1,064/oz, down 9% from 2018 and below guidance for the year. All nine mines generated cash during the year – US\$552m in total. Taking into account the significant expenditure on growth projects, the Group generated cash-flow of US\$249m, a significant swing of over US\$371m on the net cash-outflow of US\$122m in 2018.

The Board's decision in February 2020 to go-ahead with our Salares Norte project in northern Chile – at a project capital cost of about US\$860m in 2020 terms – will further strengthen our production profile. Once completed, Salares Norte is expected to add 450koz gold-equivalent production a year for the first seven years at AIC of US\$465/oz, one of the lowest in the industry. The successful equity raise of US\$249m,

completed in February 2020, will ensure that the Salares Norte project can be funded comfortably within our existing net debt:EBITDA targets.

The Group's attributable gold-equivalent Mineral Reserves were 51.3Moz at the end of 2019 (including the 45%-held Asanko gold mine), an increase of 6% on 2018, though our Australian mines replaced 165% of depleted Reserves after significant investments in near-mine exploration over the past few years. Attributable gold-equivalent Mineral Resources were 115.7Moz in 2019.

A further key pillar of our strategy was to set up our South Deep mine in South Africa for sustainable and profitable production after a difficult 2018, during which a significant restructuring process resulted in a 45-day strike. Pleasingly, we can report palpable progress and a strong financial and operational recovery. With the workforce reduced by approximately 35%, the fleet rationalised, marginal mining eliminated and productivity levels up significantly over 2018, South Deep stemmed its cash burn in 2019. AIC of US\$1,259/oz was 37% below 2018 levels (31% in Rand terms), and the mine managed to generate US\$15m in net cash-flow. There is still work to be done, and I am cautiously optimistic that South Deep is on the right track to generate sustainable cash-flows and profits.

The stronger operational performances by our mines, supported by a higher gold price received, enabled us to achieve our key financial targets during 2019: paying a total dividend of R1.60/share; reducing our net debt by over US\$350m to US\$1.33bn (pre-IFRS 16); and improving our free cash-flow (FCF) margin to 21% at the average gold price received of US\$1,399/oz, from 16% at US\$1,266/oz in 2018.

During 2019, we made significant improvements in terms of our safety culture, systems and leadership. Tragically, we recorded one fatality – that of Maria Ramela, a trackless crew leader at South Deep – and reported 12 serious

injuries (2018: 17). Unfortunately, our total recordable injury frequency rate (TRIFR) increased to 2.19 per million hours worked (2018: 1.83), though this is below the industry norm of 3.41 (ICMM members – 2018 average). Our target remains zero fatalities and serious injuries, and we have put programmes and strategies in place that are starting to address some of the underlying issues.

We are also continuing to work on preventing occupational diseases and health issues impacting our workforce. In March 2020 we adopted a range of measures amid the escalating Covid-19 (coronavirus) pandemic in all our operating countries. The measures in place, both at our mines and at our offices, sought to avoid potential infections and to ensure that any disruptions at our operations are limited (more information on p30).

The sustainability of our operations depends on mutually beneficial relationships with key stakeholders and minimising our impact on the surrounding environment. Key programmes to address these have been incorporated into our strategy, and we continue to show good progress in advancing these programmes:

- Our energy use and spend continues to reduce through ongoing efficiency initiatives and with renewable energy supplying our mines in Australia for the first time
- As climate change increasingly impacts our mines and surrounding communities, we are gradually reducing our Scope 1 and 2 net and gross CO₂ emissions, having reduced emission intensity by 4% between 2016 and 2019
- We have also improved our transparency around climate change issues with the publication of our inaugural Climate Change report aligned with the recommendations of the Task Force on Climate-Related Financial Disclosures (TCFD) in 2019

- We are investing in improved water management practices, reducing the amount of water used in our processes and recycling 68% of our water use (more information on p71)
- The technical management and governance oversight of our 34 tailings storage facilities (TSFs) have been bolstered, and we are working with our peers in the ICMM to strengthen tailings dam standards
- During 2019, we continued investing significant resources in our host communities, including increasing the share of jobs and procurement allocated to them. As a result, 33% of our total value creation of US\$2.58bn was returned to communities via jobs, procurement and investments

During 2019, our share price on both the JSE and NYSE improved by 94% and 88% respectively. On the JSE, our share price was one of the top five performers during the year. However, since year-end 2019 the share price performance of Gold Fields and other mining stocks has been extremely volatile, as the gold price and financial markets in general have been buffeted by economic and political uncertainty and, in particular, by the impact of the global Covid-19 (coronavirus) pandemic.

Over the next few pages, I provide a high-level analysis of the external environment shaping the gold industry and the gold market, our strategy and how we are performing against its key performance indicators (KPIs). The Group (p36) and my personal performance (p35) scorecards provide further insight into the Group's strategy and performance.

OUR OPERATING ENVIRONMENT

Gold Fields is subject to external strategic dynamics that inform decision making and influence our business performance. An analysis of the four key strategic themes – and how Gold Fields is responding to them – is set out below.

GOLD PRICE

After almost seven years in the doldrums, the price of gold showed a major upturn during 2019, boosting the average price received by our mines by 11% to US\$1,388/eq-oz, up from US\$1,252/eq-oz in 2018. Towards the end of 2019 and into the Q1 2020, pricing levels were extremely volatile amid global economic and political uncertainties, as well as the impact of the Covid-19 pandemic. The gold price increased to as much as US\$1,650/oz in early March 2020, but also declined again to just above US\$1,400/oz during that period.

The traditional investment case for gold as a safe haven asset was called into question after many investors sold their physical gold holdings after the gold price collapsed in 2013. However, during 2019 and 2020 this status seems to have been partially restored. While much of the gold price's short-term movement is driven by market sentiment and geopolitical developments, an analysis of gold's supply and demand fundamentals underpins our belief that the gold price could continue to improve over the next few years, though there will be periods of short-term volatility.

In particular, mine supply, which in 2019 showed its first decline in 10 years, is likely to remain under pressure. Many gold market analysts are of the view that the industry has reached peak production levels given the limited number of new gold discoveries since the mid-1990s, together with the decreased levels of exploration spend over recent years.

Response

Gold Fields does not seek to predict the gold price. We expect volatility and structure the business accordingly.

We seek to maximise value by:

- Prioritising cash-flow over production volumes
- Setting targets for each region at a 15% FCF margin around a planning price of US\$1,300/oz
- Eliminating marginal mining
- Selling non-strategic assets
- Hedging a portion of our gold production in times of high capital expenditure (capex) and high debt

We believe the Group is therefore in a relatively strong state to weather a sustained lower gold price (at just over US\$1,000/oz) and well positioned to capture future upside.

Gold price



Source: Bloomberg

GOLD MARKET

Since the fall in the gold price in 2013, the industry went into survival mode, aggressively cutting costs to stay in business. While there was a reduction in both operating and capital costs, the reduction in capex was generally easier to make and consequently more severe.

Seven years later, we believe the industry has significantly under-invested, which is expected to result in declining production profiles and rising costs in coming years. Figures released by the World Gold Council show that in 2019 global mine production declined for the first time since 2008 (see graph below). Furthermore, total gold reserves among major producers have been decreasing since 2014, according to Bloomberg data.

In our view, capital expenditure in the industry has to increase, with companies needing to spend on new projects and exploration to maintain production levels. We believe that the recent spate of consolidation in the industry – led by the mergers between Barrick Gold and Randgold, and Newmont Gold and Goldcorp – is a response to the under-investment.

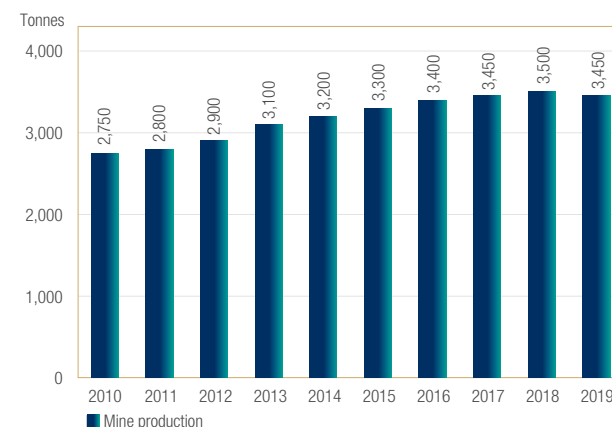
Response

We believe that Gold Fields has been counter-cyclical by spending almost US\$1bn on new projects over the past three years. Unlike our peers, who have been more focused on mergers and acquisitions, we have been focused internally, building two new mines – Gruyere and Damang – and taking a greenfield project – Salares Norte – to a construction decision.

Our portfolio is now in a strong position to maintain production of 2.0Moz – 2.5Moz per year for the next 10 years. In our view, this is the optimal production level given that each year we need to find almost 5Moz in new Mineral Resources to replace depletion, assuming a 50% Resource to Reserve conversion rate. In addition, we believe that a portfolio of no more than 10 mines is the optimal number allowing management to properly focus on operations.

Looking further into the future, we think the industry will need to return to greenfields exploration to find new projects for development to maintain longer-dated production profiles.

Global mine production



Source: World Gold Council

RESOURCE NATIONALISM/SOCIAL LICENCE

Over the past few years, many governments, particularly in developing countries, increasingly view the industry as an easy target for higher taxes and other fiscal imposts, particularly during tough economic times. As a result, governments' share of mining revenue has grown at the expense of other stakeholders but, at the same time, miners and investors are shying away from more risky jurisdictions characterised by strong resource nationalism.

A sound and certain regulatory and fiscal environment should enable the global gold sector to ride out short-term fluctuations in gold prices and achieve sustained returns over the 15 to 20-year average life of a mining project. In many jurisdictions, however, the legal and tax environments have become less conducive to the long-term viability of the mining sector.

At the same time, mining-impacted communities in these jurisdictions are finding their voice and are demanding a greater share of the value created by miners. Mines are dependent on their mineral deposits and cannot relocate to new locations when facing deteriorating local or national operating environments. Furthermore, mines must be able to navigate complex social, economic and political dynamics over time to avoid conflicts with their host communities. As it is, conflicts between communities and mines in the global industry have risen sharply over the last decade.

To manage the potential risks, mining companies need to maximise their positive impacts, avoid or minimise their negative impacts and make sure that this is communicated to – and recognised by – host community stakeholders.

Response

At Gold Fields, a strong social licence to operate is embedded in our societal value proposition and is a prerequisite for long-term generation of value for stakeholders.

The question is how the trust gap between mining companies and governments and communities can best be bridged. Gold Fields, on its own and in conjunction with its peers, has sought to address this trust gap in a number of ways:

- The industry is continuing to distribute value to a number of stakeholders. Over the past three years, Gold Fields has consistently created between US\$2bn and US\$3bn in total value annually for our wide range of stakeholders – accounting for around 90% of revenue on average (p08)
- Gold Fields is actively promoting host community employment and procurement in an effort to strengthen its social licence to operate and mitigate any regulatory actions that limit its ability to share the benefits of mining. In 2019, about 33% of our total value creation benefited host communities through these initiatives (p81)
- We are working with international mining bodies, such as the ICMM, to promote industry-wide best practice and showcase the benefits that a responsible and fairly regulated industry can bring

CLIMATE CHANGE

The impact of the rapidly changing climate on our business, employees and host communities is one of the defining global challenges faced by our business, our workforce and our communities. This impact is felt in a number of ways, including:

- Extreme weather such as severe rainfall, shifts in rainfall patterns, heavy snow fall, severe winds, higher temperatures, sea level undulations, and prolonged droughts
- Disruptions to our supply chain
- Impacts on our host communities
- The need to comply with current and emerging climate-related regulations, policies and laws, emerging carbon emission taxes and stringent water restrictions
- An increasing drive for transparency around our efforts to minimise our carbon footprint and our ability to build operational resilience in the face of climate-related risks

Carbon emissions are primarily from diesel consumed and electricity consumption.

Response

Our objectives are to minimise the Company's contribution to climate change and to reduce the direct physical impacts thereof on our operations and host communities, while also improving disclosure. Furthermore, with three of our regions classified as water stressed, water security is critical to us. To this end, we have developed a range of strategic policy interventions and operational adjustments.

The management of climate change impacts and transition to a low carbon environment is a key component of environmental stewardship at all our operations and projects. At operational level, our energy, carbon management and water strategies highlight our approach taken:

- Greater energy and water efficiencies
- Improved use of low carbon and renewable energy sources
- Security of water and energy supplies

In addition, we have joined a number of global initiatives and programmes that support both corporate disclosure of climate change impacts and encourage multi-stakeholder commitments to combating it. Our second climate change report that complies with the recommendations of the TCFD was released in conjunction with this IAR.



OUR 2019 PERFORMANCE

Every year Gold Fields sets itself key performance targets to ensure that we meet our strategic goals. These fall into four categories:

- Financial – To make money sustainably
- Stakeholders – Build and maintain stakeholder support
- Organisational capacity – Ensure that the Company has the capacity to deliver
- Internal business processes – Build the processes required to deliver the strategy

Below is an update on the Covid-19 (coronavirus) pandemic and its impact on Gold Fields, followed by an overview of Gold Fields' strategic goals within these categories and how we performed against them during 2019.

Covid-19 pandemic and Gold Fields' actions

Subsequent to year-end – and at the time of finalising the financial statements – the Covid-19 (coronavirus) pandemic required Gold Fields to support government protocols and directives in countries in which we have a presence to contain the spread of the virus. Our operations introduced a wide range of measures to reduce the risk of potential infections of people at our operations and limit disruption at our mines. We are in full support of the governments' measures and our further actions going forward will be determined by the nature and extent of incidences of infections at our mines and in the countries in which we operate. In line with the directive by the South African government on 23 March 2020, South Deep has been placed on care-and-maintenance during the resultant 21-day lockdown in South Africa. Prior to that directive being announced, we had implemented other measures to manage the risk to its people and business, including international business travel restrictions, self-quarantine for people displaying flu-like symptoms and comprehensive hygiene awareness campaigns.

There is of course the possibility of further lockdowns and restrictions in the countries in which we have a presence and contingency plans are being formulated to deal with these potential eventualities. Gold Fields management believes Gold Fields is in a strong financial position with significantly reduced debt compared to prior periods. As at the date hereof, the Group has approximately US\$600m in cash and in excess of US\$1.5bn of committed, undrawn debt facilities. As a result, management believes that the Group has sufficient liquidity to withstand an interruption to our operations for a considerable period of time, but that notwithstanding, we will continue to work towards minimising the impact of Covid-19 on our employees, mines and offices.

We have evaluated the potential effects of these conditions on the basis of a three-month operational closure period across the Group (period used is based on periods of total lockdown experienced in China and South Korea). Over this period there could potentially be no production and approximately 50% savings on cost and capital. Gold Fields is of the view that it will be a stable, going concern for the foreseeable future. However, this estimate is inherently uncertain as it is based on expectations of future events, including the length of the closure period, which is currently unknown.

Safety and health



For details – p62

Our targets of zero fatalities, serious injuries and safe production are embedded, through the Group scorecard, in the performance scorecards of all Gold Fields' employees. It will always remain our most important priority.

Most tragically, we lost a colleague during 2019. Maria Ramela, a 38-year-old trackless crew leader at our South Deep mine in South Africa, was fatally injured after being struck by a rock ejected from the rock face following a series of four seismic events. We again express our sincere condolences to her family, friends and colleagues. We also had 12 serious injuries in 2019 (2018: 17) and a regression in the TRIFR to 2.19 per million hours worked (2018: 1.83). However, the severity and duration of lost-time injuries (LTIs) improved markedly.

We have made progress on the implementation of health and safety strategies, including a Group-wide roll-out of the Courageous Safety Leadership (CSL) programme. Training for this programme commenced in 2019 and will be completed during 2020, teaching all employees to prioritise safety and giving them the opportunity to become safety leaders. We believe that the CSL programme, combined with the expansion of the Vital Behaviours programme already successfully

implemented at our Australian operations since 2016, will entrench safe behaviours and choices in our workplace. We continue with the critical controls initiative commenced last year.

We are also investing in technical and engineering safety solutions, such as proximity detection, collision avoidance and fatigue management systems, while at the same time deploying fit-for-purpose management systems.

On the health front, a South African court endorsed the settlement reached between six gold mining companies, including Gold Fields, and attorneys representing ex-mineworkers suffering from Silicosis and Tuberculosis (TB). An independent trust has been established to compensate ex-mine workers by distributing just over R5bn (US\$380m) funded by the gold mining companies. We have made a provision of R297m (US\$21m) for our share of the settlement. The nominal value is R408m (US\$29m), which is in effect our contribution to the trust over the next 10 years. The trust began its work in March 2020.

Operational performance



For details – p47

Our strategic priority is to sustainably improve our total shareholder return. While this may suggest a strong focus on investors as our key stakeholder, we need strong cash-flow generation to share the benefits of mining with all our stakeholders – our workforce, business partners, communities, governments and, of course, shareholders. As such, we have set an annual target of generating a FCF margin of 15% at a gold price of US\$1,300/oz.

After the three-year, US\$1bn reinvestment programme between 2017 and 2019, we turned cash-flow positive in H1 2019, earlier than originally anticipated. As the projects neared completion by mid-2019, we started seeing benefits in H2 2019, during which normalised profits for the Group were almost double that of H1.

Group performance highlights

		2019	2018
Fatalities	Number	1	1
TRIFR	/million hours worked	2.19	1.83
Attributable production	Moz	2.195	2.036
All-in sustaining costs (AISC) ^{1,2}	US\$/oz	970	981
All-in costs (AIC) ^{1,2}	US\$/oz	1,064	1,173
Net cash-flow ^{1,3}	US\$m	249	(122)
Free cash-flow (FCF) margin ¹	%	21	16
Net debt (pre-IFRS 16) ¹	US\$bn	1.331	1.687
Net debt (post-IFRS 16) ¹	US\$bn	1.664	–
Dividend declared	R/share	1.60	0.40
Total value distribution	US\$bn	2.577	2.711
Energy usage ⁴	TJ	12,498	11,628
Water withdrawal	Mℓ	22,334	21,179
Freshwater withdrawal	Mℓ	14,153	14,468
Water recycled/reused (% of total)	%	68	66
CO ₂ emissions	million tonnes	1.94	1.85
Host community procurement (% of total)	%	34	27
Host community employment (% of total)	%	55	56
Gross mine closure liabilities	US\$m	436	400

¹ These non-IFRS measures have been defined in management's discussion and analysis in the Annual Financial Report (AFR), and have been reconciled to IFRS

² 2019 AISC on the revised World Gold Council interpretation

³ Net cash-flow = cash-flow from operating activities less net capex, environmental payments and finance lease payments

⁴ The sum of direct and indirect energy consumption reflects a conversion factor used by Granny Smith, Gruyere, Agnew, Tarkwa and Damang power stations to account for generation losses

As a whole, in 2019 the Group generated US\$249m in net cash-flow compared with a net cash-outflow of US\$122m in 2018. Mine cash-flow for the year, which excludes project capital, was US\$552m, compared with US\$345m in 2018. The 2019 FCF margin was 21% at an average gold price received of US\$1,399/oz.

All our operations performed in line, or better, than guidance during 2019, both in terms of their operational and financial metrics. Gold Fields' attributable gold-equivalent production increased 8% to approximately 2.2Moz in 2019 (2018: 2.04Moz), exceeding the upper end of the guidance range of 2.13Moz – 2.18Moz.

AIC for 2019 were US\$1,064/oz, 9% lower than 2018 and below 2019 guidance of US\$1,075/oz – US\$1,095/oz. AISC were US\$970/oz (2018: US\$981/oz) on the original World Gold Council interpretation, and US\$897/oz on the revised interpretation. AISC (original interpretation) guidance for the year was US\$980/oz – US\$995/oz.

Headline earnings for 2019 were US\$163m (2018: US\$61m), while normalised profits of US\$343m for 2019 were up twelve-fold from the US\$27m reported in 2018.

A critical achievement for the year was the notable progress of South Deep, which met and exceeded its production and cost guidance for 2019 after the significant restructuring process during 2018. As the year progressed and the changes entrenched throughout the operation, South Deep started to meet targeted operational benchmarks. For 2019, the mine reported record cash-flow of R221m (US\$15m), compared with an outflow of R1.92bn (US\$146m) in 2018, boosted production by 41% to 222koz and reported a 37% reduction in AIC.

Other major contributors to the improved Group production figures were the first full-year production from our 45% holding in the Asanko Gold Mine (AGM) in Ghana, a 15% increase in production at Damang, and the initial 50koz contribution from our share of the Gruyere mine in Western Australia. Gruyere, in which we hold a 50% stake and have management

control, produced first gold in June 2019 and ramped up to steady state by September 2019.

The benefits of our investments are set to continue into 2020, with Group attributable production expected to be about 5% higher and AIC 2% lower than 2019 levels, notwithstanding the first year of capital expansion at the Salares Norte project. The current higher gold price (including our hedges for 2020) places the Company in a strong position to generate substantial FCF for 2020 while sustaining our current operations, further reduce debt and continue our policy of paying dividends equal to about a third of our normalised earnings to shareholders.

Growth of our portfolio



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While improving the FCF per ounce of gold produced is one of management's top priorities, ensuring the longevity of our portfolio and the sustainability of its cash generating abilities are as critical. As such, over the past three years the Group has been in a reinvestment phase at a time

OUR 2019 PERFORMANCE continued

when many of our peers have been focused on cost rationalisation in the face of pressure from some market participants.

Between 2017 and 2019, we spent approximately US\$1bn in project capital and building two new mines – Gruyere in Western Australia and Damang in Ghana – as well as acquiring a 50% share in the Gruyere project and a 45% stake in AGM in Ghana, and bringing our Salares Norte project in Chile to a positive construction decision. These investments will not only extend the overall life of our portfolio, but will also improve the quality thereof by lowering the Group AIC.

An overview of our key growth projects for 2019 is as follows:

- We spent A\$96m (US\$67m) on Gruyere in Western Australia, which started production in H2 2019 and, at 99koz, achieved its revised production guidance for 2019. The total capital cost of Gruyere amounted to A\$610m, below the final forecast capital of A\$621m, of which Gold Fields paid A\$329m (p41)
- At our Damang mine in Ghana, we spent US\$70m in project capital. Up until end-2019, the cost of the project was US\$347m, with a further US\$10m scheduled for 2020. Damang's 2019 production of 208koz was 15% up on 2018 (p41)
- We continued our aggressive near-mine exploration spending at our Australian mines. During 2019, we spent A\$84m (US\$58m) (including Gruyere), which is in line with the average yearly spend of A\$80m – A\$100m over the preceding three years. During 2019, St Ives, Agnew and Granny Smith replaced 165% of their Mineral Reserves, net of depletion (p43)
- US\$49m was spent on feasibility study (FS) work, further exploration drilling, as well as environmental and social expenditures at the Salares Norte project in Chile. Since 2009, when it first started exploring, Gold Fields has spent US\$228m on the project. The final FS was approved by the Board in February 2019 and environmental approval was granted by the regulator in December 2019. The Board, after reviewing the updated FS, a social-political risk assessment and the funding options for the US\$860m construction, gave the go-ahead for construction in February 2020. The mine is expected to be operational by early 2023 (p42)

Gold Fields' total capex for 2019 was US\$613m (2018: US\$814m), of which US\$476m was sustaining capital and US\$137m was growth capital. Capex of US\$630m has been budgeted for 2020, of which US\$224m is growth capital earmarked primarily for Salares Norte (US\$111m), the Australian operations (US\$60m), Cerro Corona (US\$28m), South Deep (US\$15m) and Damang (US\$10m). The capex excludes Gold Fields' share of AGM's total capex of US\$34m for 2020.

A further indication of our sound growth prospects is Gold Fields' strong Mineral Reserves and Resources position.

In 2019, the Group had a strong performance with regards to Reserves replacement, net of depletion. Total attributable, gold-equivalent Mineral Reserves at the end of 2019 were 51.3Moz (2018: 50.3Moz), including our 45%-held AGM. Some of the significant developments during 2019 were:

- An 8% increase in the Australian region's Mineral Reserves, net of depletion, to 6.93Moz, led by a 38% rise at Agnew and a 31% improvement at St Ives
- A 2% rise in Tarkwa's Mineral Reserves, net of depletion, to 5.89Moz

As at the end of 2019, 22Moz of Gold Fields' Mineral Reserves (including AGM) were outside South Africa, representing 42% of the Group's Reserves base. As recently as 2015, only 28% of our Reserves were not from South Deep. At the time our international Reserves were a mere 13Moz.

The total attributable, gold-equivalent Mineral Resources at the end of 2019 were 115.7Moz (2018: 108.2Moz).

Strengthening the balance sheet



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Our capital programme of the past three years inevitably put pressure on the balance sheet. Tactical hedge positions and better-than-expected gold prices for the most part of the past three years enabled us to limit the pick-up in net debt, as did stronger than anticipated cash-flows and the sale of non-core equity investments for a combined US\$179m during H1 2019. Furthermore, we successfully refinanced US\$1bn in debt during 2019 and signed a new US\$1.2bn revolving credit facility.

As a result, we managed to significantly reduce our net debt to US\$1.33bn (pre-IFRS 16) from US\$1.69bn at

end-2018, while the net debt:EBITDA ratio was 1.08x (end-2018: 1.57x). Under the new IFRS 16 lease accounting standards, our net debt was US\$1.66bn and the net debt:EBITDA ratio 1.29x at the end of 2019. With further strong cash-flow predicted, management has set itself the target of paying down US\$300m – US\$400m of debt in 2020, notwithstanding the first capital outlays at the Salares Norte project. Beyond that, we plan further deleveraging of the balance sheet.

To protect cash-flows and underpin debt reduction, we have extended our gold and foreign exchange hedging programme, putting structures in place which mature during 2020.

Gold Fields' policy allows for hedging to protect cash-flows at times of significant expenditure, for specific debt servicing requirements, and to safeguard the viability of higher cost operations. Given the high levels of project capital incurred over the past three years, the Group has deployed short-term, tactical gold hedges to protect cash-flows and the balance sheet.

With the project capital having largely been spent by mid-2019, the underlying purpose of the programme shifted to underpinning a significant reduction in debt. Our intention is not to put additional hedges in place once the current hedge book expires, other than possible downside protection, without limiting the upside, given the large capital expenditure for the Salares Norte project in 2021.

In line with our dividend policy of paying out 25% – 35% of normalised earnings as dividends, we declared a total dividend for the year of R1.60/share (2018: R0.40/share).

Energy and climate change



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During 2019, Gold Fields shifted further away from the use of carbon-intensive energy sources and, for the first time, started using renewable energy to power our mines. Our mines in Ghana, Australia and Peru are now largely powered by low-carbon sources, though diesel is still being used for the majority of our mining fleet. During 2019, 67% of total electricity consumption was generated by gas, with coal accounting for 28%, hydro-electricity for 3%, diesel for 2% and renewables for just under 1%.

We see renewable energy sources as becoming increasingly important, and our initial focus is on the mines in Western

Australia. Agnew became the first mine in our portfolio to be powered by solar energy when it connected a 4MW solar farm in August 2019. Five wind turbines, providing an additional 18MW, will be added to the system by mid-2020, as will a 13MW battery energy storage system. By end-2020, Agnew will become one of the first gold mines in the world to receive over 50% of its power from renewable energy sources, with the remainder of its electricity needs being supplied by a gas plant.

The Granny Smith gas power plant integrated 8MW of solar energy into its power system in Q1 2020, alongside a 2MW battery energy storage system. A further 40MW of solar capacity is being developed at South Deep in South Africa pending regulatory approval. Gold Fields is committed to 20% renewable energy generation over the life-of-mine at all new projects, including the newly approved Salares Norte mine in Chile. When it starts production in early 2023, we envisage that at least 15% of electricity will be generated by solar.

Energy accounted for 20% of Group operating costs in 2019, the second largest cost component at our mines. While energy consumption rose by 7% in 2019, energy spending declined from US\$302m in 2018 to US\$300m despite the increase in our gold production. This is attributable to mine planning optimisation and energy efficiencies.

Greater use of renewables has added benefit of reducing our carbon footprint, which is one of Gold Fields' key environmental priorities. In 2016 we set ourselves an aspirational target of cumulative carbon emission reduction of 800kt CO₂-e between 2017 and 2020. We reached 54% of these savings by end-2019 and are on track to achieve 75% of this target by the end of 2020.

During 2019, total CO₂-e emissions increased to 1.94m tonnes (2018: 1.85m tonnes), as a result of higher Group tonnes mined and the inclusion of the Gruyere mine for the first time, but we expect longer-term benefits arising from the energy efficiency, fuel-switching and renewable energy projects we have put in place at our mines.

In 2018, Gold Fields became the first South African mining company to endorse the Financial Services Board's TCFD recommendations and, in 2019, we published our baseline 2018 TCFD Report. This report will monitor our climate change-related performance and replaces previous submissions under the CDP (formerly the Carbon Disclosure Project). The 2019 TCFD Report is being released in conjunction with this IAR.

Environmental stewardship



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This year, for the first time in its history, Gold Fields recorded no serious environmental incidents. This is an important achievement, as environmental incidents could potentially impact not only on operations, but also the communities and the environment around us.

We classify environmental incidents on a scale of 1 to 5, with Levels 3 to 5 incidents resulting in medium- to longer-term environmental damage and regulatory sanctions. Gold Fields has had no Levels 4 or 5 incidents for well over a decade and for the first time in 2019, there were no Level 3 incidents (we reported two Level 3 incidents in 2018). The number of Level 2 incidents, which have a limited environmental impact but could escalate to more serious incidents, declined by 46% last year.

Water is a particular focus of our environmental strategy, as it is an increasingly scarce and expensive resource around the globe. During 2018, our operations invested in improving water practices, including pollution prevention, recycling and conservation initiatives. Key to responsible water stewardship is to reuse or recycle much of the water we use in our processes and, in line with industry best practice, we have set ourselves a target of 65%. We achieved the target in 2018 and 2019, when the total water recycled or reused amounted to 66% and 68% respectively.

A key focus of both management and the Board was the governance and management of TSFs, following the catastrophic failure at the Feijão iron ore mine in Brumadinho, Brazil, during January 2019, which resulted in 270 deaths. We studied the report of the independent investigation panel to identify any lessons we could learn.

All Gold Fields' operations carried out additional safety inspections at our 34 TSFs, including 18 decommissioned TSFs and three managed by JVs, and concluded that Gold Fields-managed TSFs were not at risk. We also responded to requests from environmental, social and governance (ESG) investors to all global mining companies by detailing the specifications and technical standards of our TSFs. This report is available on our website.

During 2019, we further strengthened technical and governance oversight over all of our TSFs through, among others, providing quarterly updates to the Board and increasing the tailings expertise of our corporate technical team. We reviewed available real-time monitoring and surveillance technologies, including drones, and are applying them to specific TSFs as appropriate. Longer term, our



Exploration camp at the Salares Norte project in Chile

OUR 2019 PERFORMANCE continued

teams are working with our peers at the ICMM to provide input into independent global tailings standard that will be published during 2020, and to which all ICMM members have agreed to adhere to.

The total gross mine closure liability for Gold Fields increased by 9% to US\$436m in 2019 from US\$400m in 2018. During 2019, we further enhanced our integrated approach to mine closure management with each operation implementing the first of three-year progressive environmental rehabilitation plans.

Our workforce



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In 2018, the profile of our workforce underwent a major change with the retrenchment of about a third of the workforce at South Deep, as well as the move to contractor mining at our Tarkwa and Damang mines in Ghana. This meant that the ratio of contractors to full-time employees changed significantly over the past year. At the end of 2019, approximately 12,000 of our total 17,656 workforce were contractors. This requires a different Human Resources (HR) approach, but one that still considers the Company's values, standards and policies.

Within the entire workforce, we are increasing our focus on diversity and inclusivity and employing people from our host communities. During 2019, the Board approved a Group diversity policy. We are making progress on this journey:

- Across our global workforce, 20% of Gold Fields employees are female, with 20% of management positions also held by women. Just over half of our female employees work in core mining activities. As recently as 2016, only 15% of our workforce was female. For the second year running Gold Fields was included in the Bloomberg Gender-Equality Index (GEI), one of only 325 companies globally to have achieved this
- Well over half of our total workforce – 55% – are from communities that are impacted by our mines. In 2017, that level was 40%, though there also have been some changes in our classification of host communities since then

Another important HR initiative entrenched in 2019 is the drive to ensure that all our people are appropriately skilled. With the increasing shift towards mechanisation and automation at our

mines, we have found that, in addition to the continued development and training of our workforce, it is increasingly important to recruit people that have a strong science, technology and mathematics background. During 2019, we spent over US\$12m globally on training and development.

Stakeholders and communities



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The Group's value distribution to national economies in 2019, amounting to US\$2.58bn, was slightly lower than the US\$2.71bn in national value distributed in 2018. Of this, 68% was paid to suppliers and contractors, 15% to employees, 10% to governments in taxes and royalties, and 6% to equity and debt investors.

Within our total value distribution, Gold Fields continues to focus on maximising in-country and host community economic impact. Within our procurement spend, 96% is from in-country suppliers.

Communities, in particular, are a key focus for Gold Fields as sustainable community jobs, procurement from community enterprises and community investments will have significant economic and social benefits. During 2019:

- Almost 9,300 people, or 55% of the workforce, were employed by us and our contractors from host communities. This is in line with our long-term target
- Host community procurement was US\$635m, or 34% of total spend, exceeding the 27% achieved in 2018
- Our investment in socio-economic development (SED) projects in our host communities declined by 17% to US\$22m compared with 2018, largely due to the completion of the three-year, US\$27m upgrade to the Tarkwa-Damang road in H1 2019, our largest community investment project to date

These initiatives ensured that US\$782m, 33% of our total value contribution, remained with our host communities. It is pleasing to see that as a result of this and our increased engagement our relationship assessment surveys show improved ratings of Gold Fields across all our jurisdictions, while community grievances decreased by 39% in 2019 compared with 2018.

Guidance for 2020

Gold Fields' business plan for 2020 has been built around an average gold price of US\$1,300/oz (A\$1,850/oz, R600,000/

kg) and assuming exchange rates of R14.50 per US Dollar and A\$0.69 per US Dollar.

As stated, we believe that the benefits of our three-year investment programme will continue into 2020, with the Damang Reinvestment project set to be finalised and the Gruyere mine contributing for a full year for the first time.

Group attributable production is expected to be about 5% higher at 2.275Moz – 2.315Moz, and AIC 2% lower at US\$1,035/oz – US\$1,055/oz when compared to 2019. Excluding spending on the Salares Norte project, our AIC guidance would be between US\$975/oz – US\$995/oz. AISC is guided 4% lower at US\$920/oz – US\$940/oz. Capex for the year has been budgeted at US\$630m.

The main drivers behind production guidance for 2020 are:

- A 16% rise in South Deep's production to 257koz (2018: 222koz)
- The inclusion of Gruyere's full-year production of 270koz (100%)

Note of thanks

I would like to express my gratitude to my fellow directors, led by our Chairperson, Cheryl Carolus, for their support and guidance during 2019. The composition of our Exco has remained stable over the past two years, and I believe the commitment of this team has been one of the main reasons behind our recent successes. Going against industry trends, as we have done with our US\$1bn reinvestment programme, would not have been possible without the support and expertise of this team.

Most importantly, I would like to express my sincere appreciation and gratitude to all the employees of Gold Fields. They have gone through some difficult times over the past few years, with wide-ranging restructuring initiatives impacting their work lives. Rightfully, now that their efforts have translated into strong profitability for the Group, they will be rewarded for their efforts. But I also know that our employees' resilience, hard work and dedication will not let up. It gives me great comfort to know that I have this team behind me to drive Gold Fields forward.

Nick Holland
CEO

CEO SCORECARD 2019

Gold Fields recognises that remuneration is a critical part of value creation. We are committed to aligning our employees' remuneration to our strategic objectives, as embodied in our Group Business Scorecard (BSC). The Group BSC is then cascaded into individual scorecards, to ensure individual effort drives Group performance. Below is a summary of our CEO Nick Holland's BSC for 2019 and his performance against it. His average score for 2019 was 3.8 out of 5, as evaluated by the Remuneration Committee. The Board believes that by reflecting on the CEO's scorecard and how it drives value creation, we demonstrate to our stakeholders our commitment to fair and transparent reporting. Performance against individual BSC targets informs 35% of the CEO's annual performance bonus, while his performance against the Group BSC targets (p36 – 37) inform the remaining 65% (which includes sustainability-related targets).

Weight	Target	2019 Results	Rating out of 5
FINANCIAL			
10%	Improve liquidity by reducing net debt Target: US\$100m debt reduction Stretch target: US\$150m debt reduction	Net debt reduced by US\$281m to US\$1,331m (pre IFRS 16)	5
INTERNAL BUSINESS PROCESS			
15%	Deliver the 2019 South Deep business plan through disciplined execution and improved productivity. Target: 477t mined/employee	<ul style="list-style-type: none"> South Deep achieved a 45% annual improvement on 2018 in tonnes mined per employee at 418t 	3
15%	Improve internal business planning processes at South Deep by achieving 85% compliance to the mining plan.	<ul style="list-style-type: none"> South Deep achieved 87% compliance to the mine plan¹ – and a 7% improvement on 2018 Backfill production was at record levels at 426,338m³ Ground support at 12.8km was a 37% improvement on 2018 	4
10%	Delivery of the Gruyere project	<ul style="list-style-type: none"> First crusher feed 20 January 2019 First gold production 30 June 2019 Substantial completion 20 July 2019 2019 production at 99koz, at the top end of market guidance 	3
10%	Delivery of Gruyere project capital cost. Target: A\$621m Stretch: A\$612m	<ul style="list-style-type: none"> Final project capital cost was A\$610m 	4.5
10%	Delivery of Damang project to the following targets: <ul style="list-style-type: none"> Total ore mined 31.8Mt Gold produced 218koz Mill throughput 4.3Mt 75% spatial compliance to plan 	<ul style="list-style-type: none"> Total tonnes mined of 34.1Mt Gold production of 208koz Mill throughput at 4.6Mt (above nameplate capacity) 92% spatial compliance² to plan 	3.5
5%	Delivery of Salares Norte project: <ul style="list-style-type: none"> Feasibility study (FS) peer reviewed by March 2019 Detailed engineering work at 55% Complete district exploration with 12.9km drilled Environmental approval to be achieved by June 2020 	<ul style="list-style-type: none"> FS completed and presented to the Board in February 2019 Detailed engineering work at 58% District exploration drilling of 15.5km Environmental approval received in December 2019 	4
ORGANISATIONAL CAPACITY			
10%	<ul style="list-style-type: none"> Improve impact of I&T Complete 2019 I&T programmes in accordance with the regional strategies with clear business cases 	Key achievements: <ul style="list-style-type: none"> Telecommunications infrastructure at South Deep, Agnew, Granny Smith and St Ives to facilitate digital mining progressed Personnel and mobile equipment tracking systems implemented in one corridor at South Deep Automatic ventilation systems installed at Agnew High-precision blast hole drilling commenced at Tarkwa and St Ives Semi-autonomous loading expanded at Granny Smith and trialled at South Deep 	3.5
5%	Improve governance, compliance and risk by ensuring that there are no material deviations from 2019 compliance guidelines.	<ul style="list-style-type: none"> No material deviations 	4
10%	Develop leadership competency framework aligned with strategic objectives and values to improve people capacity and culture	<ul style="list-style-type: none"> Leadership competency framework updated and adopted 	3.5
10%	Apply 360 ⁰ "Living the Values" assessment in our performance assessment tool	<ul style="list-style-type: none"> The 360⁰ assessment of the CEO was completed by the Chairperson and Exco 	4
OVERALL PERFORMANCE RATING			
100%			3.8/5

¹ Compliance to plan means adherence to key operational targets such as costs, drilling advancement, ground support and backfill production

² Spatial compliance requires adherence to the approved mining plan and sequence in which we mine



For the CEO's remuneration package and those of other executives and directors, as well as our remuneration rating scale, approach, policies and implementation, see the Remuneration Report in the AFR on p28 – 58. The rating scale applied here is also in the Remuneration Report on p45.

CEO SCORECARD 2019 continued

GROUP 2020 BSC

2020 GROUP SCORECARD

ACHIEVE OUR VISION:
To be the global leader in sustainable gold mining

FINANCIAL

INCREASE TOTAL SHAREHOLDER RETURN

CAPITAL DISCIPLINE PROCESS

Reduce net debt by
US\$300m – US\$400m @ US\$1,500/oz¹

STAKEHOLDER

REPUTATION WITH STAKEHOLDERS

- 60% of active investors engaged twice a year
- 80% achievement of planned government engagement interactions

INTERNAL BUSINESS PROCESSES

STRATEGIC PLANNING PROCESS

- Improve the resolution between short-term and long-term planning

ORGANISATIONAL CAPACITY

EFFICIENCIES AND SECURITY OF UTILITIES (ENERGY AND WATER)

- 5% TJ reductions through energy-saving initiatives
- Achieve 800,000t CO₂-eq reduction target for 2017 – 2020⁴
- Commence construction of South Deep solar power plant
- 3% reduction in freshwater withdrawal
- Increase water recycling/reuse to 66% of total water use

QUALITY

Improve portfolio management

- Develop growth plans for the Australia, West Africa and Americas regions

¹ Illustrative price

² Including spending on Salares Norte project

³ This is measured by the number of referrals via LinkedIn

⁴ Representing about half of our annual Scope 1-2 emissions

We are committed to achieving our vision of being the global leader in sustainable gold mining. Our strategy is designed to enable the delivery of this vision through an integrated approach. Our strategy, which comprises four pillars – organisational capacity, internal business processes, stakeholders and financial performance – is further informed by our dedication to operational resilience, debt reduction and integrated thinking.

- Above median performance against peer group

COST GUIDANCE (AIC)

US\$1,035 – 1,055/oz²
Cost guidance for 2020

CAPITAL RETURNS

15% return at US\$1,300/oz
and A\$1,850/oz gold price per project/investment

(ANALYSTS AND INVESTORS, EMPLOYEES, GOVERNMENT, COMMUNITIES)

- Substantial implementation of community action plans
- Increase in the number of influenced hired employees³

CAPITAL DISCIPLINE PROCESS

- Substantial compliance of capital projects with time, cost and scope approvals

SAFETY, OCCUPATIONAL HEALTH AND WELLBEING

- Substantial achievement of environmental, health and safety scorecard

ORGANISATIONAL CULTURE

- Improve response to findings in employee climate surveys
- Managers living the Gold Fields values as measured by 360° assessment
- Increased diversity and inclusion among employees

OF OUR PORTFOLIO

Sustain improvements at South Deep

- Deliver the 2020 guidance of 8,000kg at R625,000/kg

Delivery of Salares Norte

- Complete detailed engineering design
- Commence with construction in Q4 2020

INNOVATION AND TECHNOLOGY

- Significant progress in rolling out digital infrastructure

PEOPLE CAPACITY

- 75% cover for high impact and mission critical roles

GOVERNANCE AND COMPLIANCE

- No material deviations from compliance guidelines
- All audit findings resolved within agreed timeframes

Lag indicators: indicators of performance that show how successful we have been in achieving outcomes

Lead indicators: indicators of performance that drive outcomes/future success



Value delivery to our **shareholders**

- Asset portfolio management
- Mineral Resources and Mineral Reserves Summary
- Improving operational performance
- Strengthening the balance sheet

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The underground workshop at our South Deep mine in South Africa

ASSET PORTFOLIO MANAGEMENT

Gold Fields' overriding strategic objective is to improve the quality of its portfolio by lowering Group All-in costs (AIC), thereby increasing our free cash-flow (FCF) margin per ounce of gold produced. The goal is to generate a FCF margin of at least 15% at US\$1,300/oz. To achieve this, we employ various elements in the portfolio management process, including:

- Acquiring or developing lower-cost (than Group average), longer-life assets
- Extending the life of current assets through near-mine brownfields exploration
- Focusing on in-country opportunities to leverage off our existing footprint, infrastructure and skills set, and capitalise on the experience we have gained from operating in these jurisdictions
- Disposing of higher-cost, shorter-life assets that management believes can be better served by a company that has more time and resources to commit to them

In addition to increasing the cash generating ability of our portfolio, ensuring the sustainability of our production base has been a focus over the past three years. Last year marked a turning point after almost three years of significant capital investment and net cash-outflows. In 2019, the Group recorded a net cash-inflow of US\$249m after two years of cash-outflows – US\$33m in 2017 and US\$122m in 2018.

However, between 2017 and 2019, we generated total net cash-inflow of US\$94m despite spending US\$644m in project capital and US\$163m on developing our Salares Norte project.

With anticipated project capital on Gruyere and Damang having largely been spent, and Group production forecast to increase in 2020, FCF is expected to improve even further in 2020. Management intends to allocate a portion of this FCF to de-gearing the balance sheet and funding the initial US\$111m capital needed to build Salares Norte, while at the same time maintaining the policy of paying 25% – 35% of normalised earnings as dividends to our shareholders.

Growing our global footprint

Our active portfolio management approach has allowed us to build a geographically diversified portfolio with nine mines and one project in five countries, one of which is in South Africa. During 2019, the production base outside South Africa continued to grow, with the completion of the Gruyere project in Western Australia, the first full-year contribution from our 45% holding in the Asanko gold mine (AGM), and the build-up of production at Damang in Ghana. With 22Moz of attributable gold-equivalent Mineral Reserves (excluding Asanko) at 31 December 2019 being outside South Africa – 42% of the total – our international assets are well positioned to produce in excess of 2Moz per annum over the next decade.

Encouragingly, South Deep in South Africa showed a marked operational improvement in 2019 following the restructuring towards the end of 2018, outperforming guidance by 15% and generating positive FCF for only the second time since we acquired the mine in 2006. A summary of our major projects and progress at South Deep is detailed on p40 – 42.

In another positive development, the Environmental Impact Assessment (EIA) for Salares Norte in Chile was approved by the Atacama Environmental Assessment Commission on 18 December, earlier than anticipated. As such, an updated feasibility study (FS) indicating an internal rate of return of 23% at a US\$1,300/oz gold price and a 2.3 year payback period was presented to the Board in February 2020. The Board granted final approval to proceed with the construction of the project. The US\$860m (2020 basis) cost of the project is funded through cash-flow from the Group, existing debt facilities as well as US\$249m from a successful equity raise completed in February 2020 soon after the Board gave the go-ahead.

Sale of equity holdings

During the course of 2019, Gold Fields took advantage of the favourable equity market conditions to divest a number of its non-core equity holdings, with the proceeds being used to pay down a portion of the Group's debt. A total of US\$179m was raised through these sales. We made a significant return on all these investments, as seen in the table below.

SALE OF NON-CORE HOLDINGS DURING 2019

Investment	Previous shareholding	Sold for	Acquired for (date)
Maverix Metals	19.9%	C\$91m (US\$67m)	Gold Fields sold its royalty streaming portfolio in December 2016 for a 32% stake in Maverix Metals, worth US\$42m. Gold Fields retains 4.1m Maverix Metals warrants
Red 5	19.9%	A\$30m (US\$21m)	A\$12m (US\$10m) (October 2017)
Gold Road Resources	9.9%	A\$126m (US\$85m)	A\$71m (US\$54m) (March – May 2017)
Hummingbird Resources	6.0%	£6m (US\$7m)	Gold Fields sold its Yanfolila gold project in Mali to Hummingbird Resources in July 2014 for 25% of Hummingbird Resources shares, worth US\$21m
Total		US\$180m	

ASSET PORTFOLIO MANAGEMENT continued

During 2019, Gold Fields acquired a strategic 16% shareholding in Chakana Copper for C\$8m (US\$6m). Chakana is currently advancing the prospective Soledad gold-silver project in central Peru. After the corporate actions last year, our key strategic shareholdings are shown in the adjacent table.

There were no material developments regarding the Far Southeast (FSE) project in the Philippines during 2019. The project is held by Far Southeast Gold Resources, in which Gold Fields has a 40% interest with an option to increase its stake to 60%, and is adjacent to an existing mining operation with established infrastructure. Lepanto Consolidated Mining Company of the Philippines (Lepanto) holds the remaining 60% interest and manages the existing mining operation. Gold Fields impaired its investment in FSE to US\$82m in 2019, indirectly derived

SOUTH DEEP

Following the restructuring at the end of 2018, South Deep demonstrated a notable improvement in most production and financial metrics during 2019. These were the result of a culmination of initiatives driving safety, organisational culture, systems, processes and technical improvements. Among the key initiatives were:

- Reducing the workforce by about 35% through the retrenchments of employees and decrease in the number of contractors
- Reducing the size of the underground fleet to declutter the mine and allow for an improvement in machine utilisation and efficiencies
- Restaffing South Shaft operations to a single shift per day by limiting its functions to providing water and backfill reticulation, water pumping and ventilation services to the full mining operation. The rest of the mine is being supplied via the Twin Shafts
- Reducing non-sustaining capital expenditure (capex) related to new-mine development. This development is set to be restarted in H2 2020 and accelerated to open up new mining areas for the production build up

GOLD FIELDS' MATERIAL INVESTMENTS – DECEMBER 2019

Investment	Shareholding	Market value (US\$m)
Asanko Gold	9.9%	21
Cardinal Resources ¹	16.4%	17
Rusoro Mining	25.7%	6
Chakana Copper	16.8%	3
Magmatic Resources	12.5%	3
Lefroy Exploration	18.4%	2
Orsu Metals	6.2%	1
Consolidated Woodjam Copper	19.9%	1
Maverix Metals warrants		12
Total value (including warrants)		66

¹ Subsequent to year-end 2019, Gold Fields sold its holding in Cardinal Resources to Nord Gold for A\$37m (US\$23m)

from Lepanto's market value on the Philippine Stock Exchange.

Gold Fields' holding costs in FSE are approximately US\$0.1m, related mainly to staff and administrative costs,

managing existing drill core, environmental monitoring, community relations work, as well as activities to support the permitting process.

In addition, management implemented a leadership programme called 'Siyaphambili' (which means to move forward together), the primary focus of which is to improve the competencies of middle management and frontline teams to achieve the strategic culture change required to drive operational performance. We made good progress in 2019, with the new way of working reflected in improved production metrics throughout the mine:

- A record 426,338m³ of backfill was placed in 2019. As a result, there was a significant reduction in backfill backlog and an improvement in stope turnaround time to an average of 4.9 months in 2019 from 7.8 months in 2018. Significant enhancements have also been made to both quality and process controls
- De-stress square metres mined increased by 42% to 26,606m² in 2019 from 18,793m² in 2018
- Longhole stoping volumes mined increased by 36% to 631,281 tonnes in 2019 from 463,348 tonnes in 2018, as a result of improved stope availability, equipment productivity and extraction quality
- Development decreased by 13% to 4,412m in 2019 from 5,047m in 2018, as the mine deliberately cut back on new-mine capital development

The mine's overall productivity in 2019 improved by 53% to 33.4 tonnes per employee costed (TEC) from 21.7 TEC in 2018. The overall efficiencies for development and destress improved to 60m/rig per month in 2019 from 39m/rig per month in 2018. These productivity improvements were underpinned by:

- A reduction in fleet, which improved the ratio of available faces
- An improvement in machine reliability, which resulted from the accelerated maintenance improvement programme
- The implementation of a drill and blast quality control function
- A culmination of the business improvement initiatives and leadership programmes rolled out by the mine

As 2019 progressed, South Deep performed increasingly better, recording continuous quarterly improvement throughout the year. Production increased by 41% to 6,907kg (222koz) in 2019 from 4,885kg (157koz) in 2018, and was 15% ahead of guidance of 6,000kg (193koz). The mine also contributed US\$15m in net cash-inflow to the Group (p52). South Deep has issued guidance of 8,000kg (257koz) in production at AIC of R625,000/kg (US\$1,340/oz).

GRUYERE

In November 2016, Gold Fields entered into a 50/50 joint venture (JV) with Gold Road Resources for the development and operation of the Gruyere gold project in the Yamarna belt of Western Australia. The JV comprises the Gruyere gold deposit and 144km² of exploration tenements. Early work on Gruyere began in December 2016 and started in earnest in April 2017, which saw the start of the building phase completed in June 2019.

Pleasingly, Gruyere commenced production during 2019, with first gold recovered in June 2019 and sold in July 2019, in line with the revised project schedule. Commercial production was attained at the end of September 2019, slightly ahead of this schedule. The ramp up was successfully completed during December 2019, with production hitting nameplate capacity of 8.2m tonnes per annum during the month.

Gold Fields' portion of capex for 2019 was A\$104m (US\$72m) (2018: A\$180m (US\$134m)), with the funds spent primarily on the completion of the Gruyere construction project and stripping activities at the Gruyere pit. The final capital cost for Gruyere's construction was A\$610m (100% basis), below the forecast of A\$621m, Gold Fields' share being A\$329m.

Gruyere produced 99koz (100% basis) in 2019, hitting the upper end of revised guidance. The mine also ended the year with 3.2Mt in stockpiles. AIC post-commercial levels of production for the three months from September 2019 were A\$983/oz (US\$684/oz). AIC for the full year were A\$4,170/oz (US\$2,900/oz) compared with the revised guidance of A\$4,450/oz (US\$3,095/oz).

Guidance for Gruyere is 270koz (100% basis) in 2020 at All-in sustaining costs (AISC) of A\$1,140/oz (US\$785/oz) and AIC of A\$1,150/oz (US\$795m). This boosts Gold Fields' attributable production in the Australian region to approximately 1Moz (p49).

Gruyere is currently the only Gold Fields site in Australia that has a comprehensive Native Title Agreement in place with the relevant traditional owners of the land on which the operations are located. The Gruyere and Central Bore Native Title Agreement provides consent to mine, as well as other financial, contracting and employment benefits for the community, and comprehensive processes for the management of Aboriginal heritage at Gruyere.

DAMANG

The Damang Reinvestment project commenced in December 2016 and entailed a major cutback to both the eastern and western walls of the Damang pit to extend the life-of-mine to 2025.

After outperforming the project plan in both 2017 and 2018, the project continued to progress well during 2019. At the end of 2019, 36 months into the project, total material mined amounted to 120m tonnes, 17% ahead of the project schedule. Gold produced for the same period was 533koz, 17% ahead of the planned 456koz. Project capital spent as at 31 December 2019 was US\$347m, ahead of the US\$313m budget, largely driven by the additional capital waste tonnes mined.

2019 was the last year of significant capex on the project, declining to US\$71m from US\$125m in 2018 and US\$115m in 2017, in line with schedule.

During H2 2019, production was impacted by lower grades as the mine transitioned through the Huni sandstone lithology, which will continue during H1 2020. By mid-year, mining will transition into the higher and more consistent grade Tarkwa phyllites. As such, we expect a much stronger H2 2020.

Damang generated net cash-flow of US\$24m in 2019 compared with a cash-outflow of US\$68m in 2018. This is the first year of positive free cash since the start of the project. The mine is expected to produce 215koz in 2020 at AISC of US\$990/oz and AIC of US\$1,030/oz.

ASANKO

Gold Fields entered into a 50/50 incorporated JV with Canada's Asanko Gold in March 2018. Our 45% stake in AGM is equity accounted as Asanko Gold remains the operator of the mine.

AGM is a multi-deposit complex with two main deposits, Nkran and Esaase, and nine satellite deposits. The mine is situated 100km north of Gold Fields' Tarkwa and Damang operations along the prospective and under-explored Asankrangwa greenstone belt in Ghana.

Work on embedding the acquisition of our 45% stake in AGM continued during 2019. The mine produced 251koz (100% basis) at an AISC of US\$1,112/oz and AIC of US\$1,214/oz in 2019. Guidance for 2020 is 255koz (100% basis) at an AISC of US\$1,000/oz and AIC of US\$1,130/oz.

Together with our JV partners, we developed a new life-of-mine model based on updated geological modelling, with the main focus being on how to best develop and mine the sizeable Esaase deposit. The highlights of the life-of-mine model are:

- Mineral Reserves of 2.32Moz and Mineral Resources of 3.45Moz
- Estimated gold production of 2.1Moz over a 10-year life-of-mine at projected AISC of US\$1,135/oz
- Estimated average annual production of 242koz at AISC of US\$1,048/oz for 2020 and 2021
- Projected FCF of US\$91m (at US\$1,400/oz) for 2020 and 2021
- Life-of-mine capital projected at US\$105m, including US\$25m for the current resettlement of Tetrem village
- Increased exploration within 21,000ha land package

ASSET PORTFOLIO MANAGEMENT continued

SALARES NORTE

The Salares Norte project is 100% Gold Fields-owned. It is a gold-silver deposit in the Atacama region of northern Chile, with mineralisation contained within a high-sulphidation epithermal system, offering high-grade oxides. The project is elevated 4,200m – 4,900m above sea level.

Land easement was granted on 30 May 2016 for 30 years. Water rights for the project were obtained in December 2016, with the DGA granting Gold Fields access to more than four times the amount of water that the project requires. As at end-December 2019, detailed engineering was 58% complete, with the plan to be 80% complete by mid-2020 and 100% complete by year-end.

The initial FS on the project was completed in late 2018, and the EIA approved by the Atacama Environmental Assessment Commission in December 2019. This was earlier than estimated and, given the healthy position of the Company, an updated FS and the decision to proceed with construction and development of Salares Norte was approved by the Board in February 2020.

The results of the updated FS did not differ materially from the initial FS, with updated estimated capex slightly higher at US\$860m (in 2020 terms). Capex is scheduled over a 33-month period commencing in April 2020. US\$138m is budgeted to be spent on the Salares Norte project in 2020, which comprises US\$27m of pre-development expenditure and capex of US\$111m.

The other key elements of the updated FS include:

- Mineral Reserves of 3.5Moz of gold and 39Moz of silver for a gold-equivalent Reserve of 4.0Moz as at December 2019
- 11.5-year life-of-mine
- Construction is scheduled to commence in Q4 2020, with first production in Q1 2023
- Annual throughput of 2Mt of ore

- Life-of-mine production of 3.7Moz gold-equivalent
- Average annual production of 450koz gold-equivalent for the first seven years, and average annual production of 355koz gold-equivalent for the first 10 years
- AISC over the life-of-mine of US\$552 per gold-equivalent ounce

The project is expected to meaningfully change the future profile of Gold Fields, providing growth in production and a reduction in Group AIC. The project capital of US\$860m will be funded from Group cash-flows, existing debt facilities as well as an US\$249m equity raise, successfully completed after the Board gave the go-ahead for construction. We have also finalised Group gold and foreign exchange hedges for the Chilean Peso to further ease funding pressures during the construction period.

Salares Norte controls 84,000ha of mineral rights in the Salares Norte district and has carried out extensive district-wide exploration within a 20km radius of Salares Norte. During 2019, the district exploration yielded encouraging results at the Horizonte Project with further step-out potential in targets near the main Salares Norte pit. We will continue investing in exploration in the area, with the objective of adding to the production pipeline from 2025 onwards.

While there are no indigenous claims or community presence on the concession, Salares Norte has embarked on an extensive engagement programme with four indigenous communities in the wider vicinity of the project. The principal area of social influence of the project is the Diego de Almagro municipality, approximately 125km away. A long-term framework agreement has been signed with the municipality and its communities to govern the relationship.

NEAR-MINE EXPLORATION

Near-mine exploration plays a key role in Gold Fields' strategy as we believe it offers one of the lowest-cost opportunities for growing cash-flow, particularly on a per share basis. The value in near-mine exploration lies in:

- Knowledge of the ore bodies, which enables the exploration teams to identify extensions or additional ore sources housed within the mining tenement
- Operational capabilities, including Gold Fields' proven ability to develop and mine orogenic ore bodies
- Regional and operational infrastructure, including existing processing plants and regional management teams

In addition to adding to Gold Fields' Mineral Resources and Mineral Reserves base, near-mine exploration:

- Extends the life of the Group's existing mines
- Ensures each region can continue to leverage its infrastructure
- Provides a robust platform for regional growth

In 2019, Gold Fields spent US\$73m on near-mine exploration (2018: US\$80m), which supported a total of 428,980m of near-mine drilling (2018: 507,497m). The majority of this spending – US\$58m (A\$84m) (2018: US\$63m (A\$85m)) – was incurred at our Australian mines. US\$13m was spent in Ghana, including US\$5m at Asanko, amid a renewed focus on extending the life of our Tarkwa mine. In addition, we spent US\$5m at Cerro Corona and a further US\$13m on district exploration activities in the vicinity of our Salares Norte project.

For 2020, Gold Fields has budgeted US\$70m for near-mine exploration, of which A\$74m (US\$52m) will be at our Australian operations. The 2019 performance numbers for Mineral Reserves on the next page are net of depletion.

St Ives

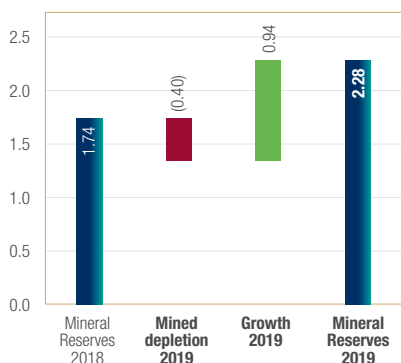
At St Ives, total exploration spend in 2019 was A\$36m (US\$25m). A total of 138,333m were drilled during the year, resulting in a 12% increase in Mineral Resources to 4.4Moz and a 31% increase in Mineral Reserves to 2.3Moz, net of depletion.

Key outcomes:

- 31% increase in Mineral Reserves
- 12% increase in Mineral Resources
- Extensions of the Invincible complex both laterally and at depth

St Ives Mineral Reserve reconciliation

Gold (Moz)



Agnew

A\$26m (US\$18m) was spent on exploration at Agnew during 2019, and a total of 74,914m were drilled during the year. Encouragingly, Agnew managed to replace Reserves after depletion again during 2019. Mineral Resources increased 23% to 2.5Moz, while Mineral Reserves increased 38% to 0.8Moz.

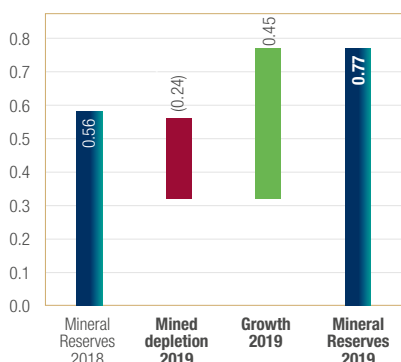
The exploration efforts of the past few years are starting to bear fruit, with Waroonga North growing laterally and at depth. A maiden Reserve has been declared at Redeemer Zone 2, while we are seeing further extensions of Genesis and Sheba at New Holland.

Key outcomes:

- 38% increase in Mineral Reserves
- 23% increase in Mineral Resources
- Maiden Reserve declared at Redeemer Zone 2
- Waroonga North growing laterally and at depth

Agnew Mineral Reserve reconciliation

Gold (Moz)



Granny Smith

Total exploration spend at Granny Smith amounted to A\$20m (US\$14m) in 2019. A total of 142,891m were drilled during the year, which resulted in a 473koz (6%) increase in Mineral Resources. The team was unable to replace what it mined, with Mineral Reserves decreasing 168koz (8%) at the Wallaby Underground mine during 2019.

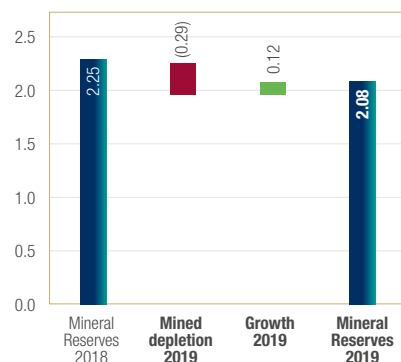
As at 31 December 2019, Granny Smith's Mineral Resources and Mineral Reserves were 8.3Moz and 2.1Moz, respectively.

Key outcomes:

- 5% decrease in Mineral Reserves
- 6% increase in Mineral Resources

Granny Smith Mineral Reserve reconciliation

Gold (Moz)



Gruyere

Gold Fields portion (50%) of the exploration spend at Gruyere was A\$2m (US\$1m) in 2019. A total of 11,309m were drilled during the year. Changes to the Mineral Resource and Mineral Reserve were relatively minor at the end of 2019. Further study work is planned during 2020 that will assess the potential to incorporate the results of the 2019 drilling.

As at 31 December 2019, Gold Fields portion (50%) of the Gruyere Mineral Resources and Mineral Reserves was 3.3Moz and 1.8Moz, respectively.

Tarkwa

Gold Fields spent US\$6m in near mine exploration at Tarkwa during the year, drilling 27,007m. Pleasingly, Tarkwa was able to replace depletion in 2019, the first time the mine was able to do this in 15 years. Tarkwa's Mineral Reserves increased 2% to 5.9Moz, while Mineral Resources increased 9% to 10.9Moz.

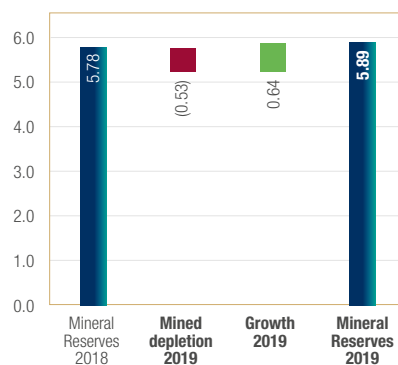
Early exploration drilling has signalled untapped down dip potential along 22km of strike length.

Key outcomes:

- 2% increase in Mineral Reserves
- 9% increase in Mineral Resources
- Tarkwa replaced depletion for the first time in 15 years

Tarkwa Mineral Reserve reconciliation

Gold (Moz)



Damang

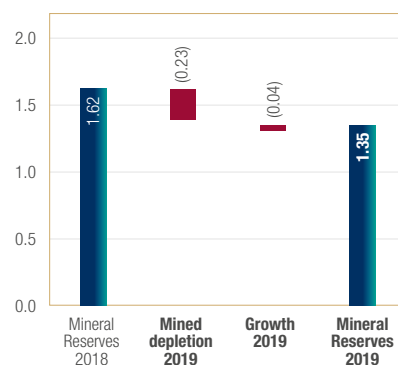
While we focused on implementing our Damang Reinvestment plan, Gold Fields also spent US\$2m in near-mine exploration during the year. A total of 13,190m were drilled. Despite the exploration effort, Mineral Resources decreased 2% to 5.9Moz and Mineral Reserves decreased 17% to 1.3Moz, net of depletion.

Key outcomes:

- 17% decrease in Mineral Reserves
- 2% decrease in Mineral Resources

Damang Mineral Reserve reconciliation

Gold (Moz)



Asanko

Gold Fields portion (50%) of the exploration spend at Asanko was US\$5m in 2019. A total of 5,971m were drilled during the year. As at 31 December 2019, Gold Fields portion (45%) of the Asanko Mineral Resources and Mineral Reserves was 1.7Moz and 1.1Moz, respectively.

MINERAL RESOURCE AND MINERAL RESERVE SUMMARY

GOLD FIELDS MINERAL RESOURCES AND MINERAL RESERVES ESTIMATES

Mineral Resources headline numbers¹

	Managed Mineral Resources						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (g/t)	Au (Moz)	Tonnes (Mt)	Grade (g/t)	Au (Moz)	Au (Moz)	
Gold (Au) only								
Total regions²	1,097.8	2.93	103.6	1,002.1	2.96	95.5	96.1	88.7
Total projects³	891.7	0.69	19.8	891.7	0.69	19.8	7.9	7.9
Total operating mines and projects	1,989.4	1.93	123.4	1,893.8	1.89	115.3	104.0	96.6
Copper (Cu) and Silver (Ag) as Au equiv. (Moz)	Individual metals detailed in table below							
Cerro Corona Cu as Au equiv ⁵			2.0			1.9	2.0	1.9
FSE Cu as Au equiv ⁶			22.7			22.7	9.1	9.1
Salares Norte Ag as Au equiv ⁷			0.6			0.6	0.6	0.6
Grand total as Au equivalents			148.7			140.5	115.7	108.2

Operational summary¹

	Managed Mineral Resources						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (g/t)	Au (koz)	Tonnes (Mt)	Grade (g/t)	Au (koz)	Mineral Resources (koz)	
Au								
Australia region								
Agnew	14.0	5.60	2,521	12.3	5.16	2,049	2,521	2,049
Granny Smith	49.4	5.23	8,310	46.2	5.27	7,837	8,310	7,837
St Ives	34.5	3.97	4,403	33.2	3.68	3,928	4,403	3,928
Gruyere ¹	76.8	1.34	3,309	77.7	1.32	3,305	3,309	3,305
Total Australia region	174.7	3.30	18,544	169.5	3.14	17,120	18,544	17,120
South African region								
South Deep	355.1	5.27	60,130	328.0	5.32	56,152	54,534	50,955
Total South Africa region	355.1	5.27	60,130	328.0	5.32	56,152	54,534	50,955
Americas region								
Cerro Corona – Peru	114.6	0.60	2,213	107.7	0.65	2,263	2,203	2,252
Salares Norte – Chile	25.6	4.76	3,913	25.6	4.76	3,910	3,913	3,910
Total Americas region	140.1	1.36	6,126	133.2	1.44	6,173	6,116	6,162
Ghanaian region								
Asanko ¹⁰	35.5	1.69	1,931				1,738	
Damang	84.4	2.18	5,918	85.1	2.21	6,058	5,326	5,452
Tarkwa – Open pits	233.1	1.30	9,774	213.2	1.30	8,891	8,797	8,002
Tarkwa – Stockpiles	74.8	0.47	1,138	73.1	0.46	1,091	1,025	982
Tarkwa – Total	307.9	1.10	10,913	268.3	1.08	9,983	9,822	8,984
Total West Africa region	427.8	1.36	18,762	371.4	1.34	16,040	16,886	14,436
Gold Fields operations – total Au	1,097.8	2.93	103,562	1,002.1	2.96	95,485	96,080	88,674

	Managed Mineral Resources						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (% Cu)	Cu (Mlb)	Tonnes (Mt)	Grade (% Cu)	Cu (Mlb)	Attributable Cu (Mlb)	
Americas region Cu								
Cerro Corona (Cu) only	112.5	0.36	886	102.7	0.37	848	882	844
Americas region Ag								
Salares Norte (Ag) only	25.6	53.14	43,662	25.6	53.13	43,664	43,662	43,664

Mineral Reserves headline numbers¹

	Managed Mineral Reserves						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (g/t)	Au (Moz)	Tonnes (Mt)	Grade (g/t)	Au (Moz)	Au (Moz)	
Au only								
Total operating mines and projects²	609.5	2.72	53.2	589.1	2.74	51.9	49.3	48.1
Cu and Ag as Au equiv.	Individual metals detailed in table below							
Cerro Corona Cu as Au equiv ⁸			1.4			1.6	1.4	1.6
Salares Norte Ag as Au equiv ⁹			0.6			0.6	0.6	0.6
Grand Total as Au equivalents			55.2			54.0	51.3	50.3

Operational summary¹

	Managed Mineral Reserves						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (g/t)	Au (koz)	Tonnes (Mt)	Grade (g/t)	Au (koz)	Mineral Reserves (koz)	
Au								
Australia region								
Agnew	4.6	5.17	772	3.7	4.72	560	772	560
Granny Smith	12.5	5.18	2,078	12.6	5.54	2,246	2,078	2,246
St Ives	20.9	3.40	2,283	19.1	2.84	1,741	2,283	1,741
Gruyere ¹	45.2	1.24	1,795	47.1	1.25	1,894	1,795	1,894
Total Australia region	83.2	2.59	6,928	82.5	2.43	6,441	6,928	6,441
South Africa region								
South Deep ⁴	183.3	5.57	32,817	182.3	5.60	32,808	29,763	29,772
Total South Africa region	183.3	5.57	32,817	182.3	5.60	32,808	29,763	29,772
Americas region								
Cerro Corona	73.5	0.66	1,553	79.9	0.68	1,737	1,546	1,729
Salares Norte	21.1	5.13	3,476	21.1	5.13	3,476	3,476	3,476
Total Americas region	94.6	1.65	5,029	101.0	1.61	5,213	5,022	5,205
Ghanaian region								
Asanko ¹⁰	26.7	1.38	1,189				1,070	
Damang	25.0	1.68	1,349	28.9	1.74	1,616	1,214	1,454
Tarkwa – Open pits	121.8	1.21	4,756	121.4	1.20	4,687	4,280	4,218
Tarkwa – Stockpiles	74.8	0.47	1,138	73.1	0.46	1,091	1,025	982
Tarkwa – Total	196.7	0.93	5,894	194.5	0.92	5,778	5,305	5,200
Total West Africa region	248.4	1.06	8,432	223.4	1.03	7,394	7,589	6,654
Gold Fields operations – total Au	609.5	2.72	53,207	589.1	2.74	51,856	49,302	48,072

	Managed Mineral Reserves						Attributable ounces	
	December 2019			December 2018			Dec 2019	Dec 2018
	Tonnes (Mt)	Grade (% Cu)	Cu (Mlb)	Tonnes (Mt)	Grade (% Cu)	Cu (Mlb)	Attributable Cu (Mlb)	
(Peru) – Cerro Corona⁸								
Cu								
Cu only	73.5	0.38	619	79.9	0.39	695	616	691
(Chile) – Salares Norte⁹								
Ag								
Ag only	21.1	57.94	39,263	21.1	57.94	39,263	39,263	39,263

¹ Managed unless otherwise stated; Gruyere only reports the 50% share attributable to Gold Fields; Measured and Indicated Mineral Resources are reported inclusive of those Mineral Resources modified to produce Mineral Reserves

² Salares Norte and FSE are included in the Americas and Australia regions, respectively

³ Projects – FSE Inferred Resources only

⁴ Reserves grade is inclusive of in section development tonnes, which cannot be separated from the ore flow, however, capital waste is excluded as there is a potential to separate it in the future

⁵ Metal prices used for equiv oz: US\$1,400/oz Au and US\$3.2/lb Cu. The metallurgical recovery rate (Au=69% and Cu=87%) and selling cost, have not been applied to the conversion. Calculation: CuMlbs*Cu Price (848*3.2)/Au price (1,400) = 1.9 Au equivalent (eq.) Moz

⁶ Metal prices used for eq. oz: US\$1,400/oz Au and US\$3.2/lb Cu. The selling cost, including refining and royalties, plus metallurgical recovery rate (Au=82% and Cu=93%), have not been applied to the conversion. Calculation: CuMlbs*Cu Price (9,921*3.2)/Au price (1,400) = 22.7 Au eq. Moz

⁷ Metal prices used for eq. oz: US\$1,400/oz Au and US\$20/oz Ag. Equivalency is based on the price ratio only – metallurgical recoveries (93% Au, 68% Ag) and selling costs (US\$16.76/oz Au, US\$1.41/oz Ag), including refining and royalties (1%) have not been included. (43.7*20/1400 = 0.6Moz Au eq.)

⁸ Metal prices used for eq. oz: US\$1,200/oz Au and US\$2.8/lb Cu. The selling cost, including refining and royalties, plus metallurgical recovery rate (Au=69% and Cu=87%), has not been applied to the conversion. Calculation: CuMlbs*Cu Price (695*2.8)/Au price (1,200) = 1.6 Au eq. Moz

⁹ Metal prices used for eq. oz: US\$1,200/oz Au and US\$17.5/oz Ag. The selling cost, including refining and royalties, plus metallurgical recovery rate (Au=93% and Cu=68%), have not been applied to the conversion. Calculation: AgMoz*Ag Price (39.3*17.5)/Au price/oz (1,200) = 0.6 Au eq. Moz

¹⁰ Asanko 50% Gold Fields share – Owned (attributable) Mineral Reserves and Mineral Resources not Managed

MINERAL RESOURCE AND MINERAL RESERVE SUMMARY

continued

The consolidated summary of Gold Fields' Mineral Resources and Mineral Reserves in this section should be read in conjunction with the Gold Fields Mineral Resource and Mineral Reserve Supplement (the Supplement), which can be found on our website at www.goldfields.com/integrated-annual-reports.php. The Supplement sets out important and detailed technical information on the Company's Mineral Resources and Mineral Reserves as at 31 December 2019. It is prepared in line with the South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves, 2016 edition (SAMREC Code) and other leading standards as well as stock exchange regulations.

The management of the Company's Mineral Resources and Mineral Reserves is central to delivering on its strategic goals and key performance targets. The significant focus on internal portfolio investment is secured through the funding of near-mine exploration, reinvestment in the sustainability and growth of the operations, embedded Business Improvement and modernisation programmes, and the advancement of value-accretive projects.

The Group continued with its strategy of focusing on near-mine exploration to extend mine life during the year. The multi-year investment in exploration has delivered one of the best operational Reserves replacement years for Gold Fields during 2019. The emphasis at all mine sites is to drive Resources to Reserves conversion, strive for Mineral Reserves growth that replaces annual depletion, improve cash-flow and cost per ounce, and to deliver on the strategic opportunities to extend the life-of-mines.

Key projects supporting the Company's Resources and Reserves development strategy continued during 2019. Apart from the progress at Salares Norte, these projects included embedding the operating model restructuring at South Deep, delivering on key milestones of the Damang Reinvestment plan, completing the Feasibility study for the Cerro Corona life extension and, critically, commencing production at Gruyere.

Headline numbers

As at end-2019, the Group had total managed gold Resources, including projects, of 123.4Moz (2018: 115.3Moz), and gold Reserves of 53.2Moz (2018: 51.9Moz) for operating mines, inclusive of the Asanko gold mine (AGM), of which 45% is attributable to Gold Fields, and the Salares Norte project. The Group total managed Resources, including the Far Southeast (FSE) project in the Philippines, reporting all metal as gold equivalent ounces, is 148.7Moz (2018: 140.5Moz) and the Reserves is 55.2Moz (2018: 54.0Moz). The total attributable gold-equivalent Reserves are 51.3Moz (2018: 50.3Moz), with the contribution to Group Reserves from outside of South Africa growing to 21.5Moz (2018: 20.5Moz).

The attributable gold Resources for operating mines, including AGM and Salares Norte, has increased year-on-year by 8.4% to 96.1Moz (2018: 88.7Moz), and attributable Reserves reflect a 2.6% increase to 49.3Moz (2018: 48.1Moz), both net of annual production depletion (2.4Moz).

Notable Resources highlights include year-on-year increases of 23% at Agnew, 12% at St Ives, 9% at Tarkwa, 7% at South Deep and 6% at Granny Smith, all net of annual depletion. This reflects a strengthening of the Resources base and project pipeline in Australia and Ghana, which is fundamental to providing the platform for the next generation mining fronts in these regions.

Notable Reserves highlights include the outstanding year-on-year increases of 31% at St Ives, 38% at Agnew and 2% at Tarkwa, all net of annual production depletion. This reflects the largest Reserve at St Ives since 2011, the largest Reserve at Agnew since 2014, and the first time Tarkwa has fully replaced Reserves depletion in 15 years.

Governance

The Group's December 2019 Mineral Resource and Mineral Reserve estimate is compiled in accordance with the requirements of the SAMREC Code, 2016 edition and the South African Code for the Reporting of Mineral Asset Valuation (2016 SAMVAL Code). The SAMREC Code covers public reporting

and information that is prepared for investors or potential investors and their advisers, as well as other interested parties. Reporting is also in accordance with section 12 of the Johannesburg Stock Exchange (JSE) Listings Requirements and takes cognisance of other relevant international codes where geographically applicable including Industry Guide 7 for reporting on the United States (US) Securities and Exchange Commission (SEC).

For reporting Mineral Resources and Mineral Reserves, Gold Fields' overarching principle is to ensure transparency, materiality and competency in reporting, compliance with public regulatory codes and internal standards, and to inform all stakeholders of relevant material issues regarding the status of the Group's fundamental asset base. In this regard important information on the 'key developments and material issues' summarised for each operating asset and for the Salares Norte project should be referenced in the Supplement.

The Competent Persons (CPs) designated in terms of SAMREC, who take responsibility for the reporting of Gold Fields' Mineral Resources and Mineral Reserves with the respective regions, are the relevant operation-based Geologists, Resource Estimators, Geotechnical Engineers, Mine Planning Engineers, Processing Engineers, Technical Managers and relevant Project Managers, as listed in the Supplement. Corporate governance on the overall regulatory compliance of these figures has been overseen and consolidated by the Gold Fields CP, Tim Rowland, who is a member of the Corporate Technical Services team.

Gold Fields follows an embedded process of third-party reviews in line with company policy that directs each operation or material project will be reviewed by an independent third-party on average no more than once every three years or when triggered by a material new Mineral Resource and/or Mineral Reserve declaration. This process provides expert independent assurance regarding the Mineral Resource and Mineral Reserve estimates and compliance to the appropriate reporting codes on a routine basis.

IMPROVING OPERATIONAL PERFORMANCE

Gold Fields' strategy is to improve margins by lowering the All-in costs (AIC) of existing mines and by investing in assets that lower the average Group AIC. We believe that this will ultimately improve free cash-flow (FCF) generation and enable us to achieve our underlying goal of generating a FCF margin of at least 15% per region at a gold price of US\$1,300/oz.

While improving FCF per ounce of gold produced is management's priority, ensuring the longevity of the portfolio and its cash generating ability is equally important. As such, we continued to invest in the portfolio during 2019:

- A\$96m (US\$67m) was spent on the Gruyere project in Western Australia, which started production in H2 2019 (p41)

- US\$71m in project capital was spent at our Damang mine in Ghana. Damang's 2019 production of 208koz was a 15% increase on 2018 (p41)
- We continued our aggressive near-mine exploration spending at our Australian mines and, during 2019, we spent A\$84m (US\$58m), including Gruyere (p43)
- US\$49m (2018: US\$61m) was spent on feasibility study (FS) work, further exploration drilling, as well as environmental and social expenditures at Salares Norte in Chile. The Board gave the go-ahead for construction in February 2020, and the mine is set to be operational by early 2023 (p42)

Despite ongoing investments in our portfolio, strong operational performances from our Australian, West African and South American assets, together with the stabilisation of South Deep in South Africa, resulted in the Group meeting production and cost guidance for the year and generating higher than anticipated cash-flow. This, together with the sale of non-core equity investments (Maverix, Red 5, Hummingbird Resources and Gold Road), enabled Gold Fields to reduce its net debt from US\$1,687m at end-2018 to US\$1,331m (pre-IFRS 16) at the end of 2019. For a more in-depth update on the balance sheet and debt management, refer to p52.

GROUP OPERATIONAL PERFORMANCE

	2020 Guidance		2019 Actual		2019 Guidance		2018 Actual	
	Prod (Moz)	AIC (US\$/oz)	Prod (kg)	AIC (US\$/oz)	Prod (Moz)	AIC (US\$/oz)	Prod (Moz)	AIC (US\$/oz)
Group	2.28 – 2.32	1,035 – 1,055	2.20	1,064	2.13 – 2.18	1,075 – 1,095	2.04	1,173

Gold Fields' attributable gold-equivalent production increased by 8% to 2.195Moz in 2019 (2018: 2.036Moz), driven predominantly by the stabilisation of South Deep following the restructuring in 2018, the first full-year production contribution from the Asanko gold mine (AGM), a 15% increase in production at Damang, and the initial contribution from Gruyere (50koz attributable) in Western Australia.

The Group achieved AIC of US\$1,064/oz in 2019, which was below guidance and 9% lower than the US\$1,173/oz recorded in 2018. The year-on-year decrease in AIC was driven by the reduction in non-sustaining capital, coupled with the higher level of gold sold. Group All-in sustaining costs (AISC) also decreased, down to US\$970/oz from US\$981/oz in 2018, and were lower than guidance.

During 2019, Gold Fields maintained capex levels that, we believe, are critical to sustain the portfolio. As a result of the project capital at Damang and Gruyere tapering off during 2019, Group capex declined to US\$613m (excluding AGM) from US\$814m in 2018. This comprised sustaining capex of US\$476m and growth capital of US\$137m.

Regional capex included:

- **Americas:** At Cerro Corona, capex increased by 70% to US\$56m in 2019 from US\$33m in 2018 due to construction of the new waste storage facility, as well as infrastructure reallocation expenses relating to the life extension plan

- **Australia:** Our Australian mines' capex decreased to A\$458m (US\$319m) in 2019 from A\$553m (US\$413m) in 2018, with near-mine exploration spending amounting to A\$84m (US\$58m) in 2019 (2018: A\$85m (US\$63m))
- **South Africa:** Total capex at South Deep decreased to US\$33m in 2019 from US\$58m in 2018, with no project capital being spent during the year (2018: US\$18m)
- **West Africa:** Capex, excluding on AGM, decreased to US\$202m (2018: US\$295m), driven predominantly by the lower project capital at Damang (which decreased from US\$125m in 2018 to US\$71m in 2019)

IMPROVING OPERATIONAL PERFORMANCE continued

SOUTH AFRICA REGION

	2020 Guidance		2019 Actual		2019 Guidance		2018 Actual	
	Prod (kg)	AIC (R/kg)	Prod (kg)	AIC (R/kg)	Prod (kg)	AIC (R/kg)	Prod (kg)	AIC (R/kg)
South Deep	8,000 (257koz)	625,000 (US\$1,340/ oz)	6,907 (222koz)	585,482 (US\$1,259/ oz)	6,000 (193koz)	610,000 (US\$1,394/ oz)	4,885 (157koz)	854,049 (US\$2,012/ oz)

As expected, **South Deep** got off to a slow start in 2019 following the restructuring programme implemented during the latter part of 2018, then recorded continuous improvements throughout the rest of the year.

Encouragingly, production for the year increased by 41% to 6,907kg (222koz) in 2019, up from 4,885kg (157koz) in 2018 – coming in 15% ahead of guidance.

Capex decreased by 38% to R479m (US\$33m) in 2019 from R770m (US\$58m) in 2018. South Deep did not

spend any non-sustaining capex during 2019 due to the temporary suspension of new mine development activities as communicated as part of the restructuring announcement at the end of 2018. In 2020, capex will increase with guidance at R995m (US\$68m), of which R775m (US\$53m) will be sustaining capex and R220m (US\$15m) non-sustaining capex.

During 2019, AISC decreased by 28% to R585,482/kg (US\$1,259/oz), while AIC – which equalled AISC in 2019 because

of the suspension of non-sustaining capex – was 31% lower than the R854,049/kg (US\$2,012/oz) recorded in 2018. The decreases in AISC and AIC were mainly driven by the increased gold sold, as well as the reduced capex incurred during the year.

To cap the operational progress, South Deep generated net cash-flow of US\$15m in 2019 compared with an outflow of US\$146m in 2018.

AMERICAS REGION

Production overview		2020 Guidance	2019 Actual	2019 Guidance	2018 Actual
Gold-only production	koz	158	156	153	150
Copper production	kt	27	31	28	32
Gold-equivalent production	koz	275	293	291	314
AIC	US\$/oz	575	472	566	282
AIC eq-oz	US\$/oz	830	810	802	699

At **Cerro Corona** in Peru total managed gold-equivalent production of 293koz in 2019 (2018: 314koz), was slightly higher than the gold-equivalent production guidance for the year.

AISC and AIC amounted to US\$472/oz in 2019 compared with US\$282/oz in 2018. On a gold-equivalent basis, AISC

and AIC were slightly above guidance in 2019 at US\$810/oz (2018: US\$699/oz). The increase in AISC and AIC was primarily due to lower by-product credits and lower gold sold.

Capex increased by 70% to US\$56m (2018: US\$33m) as a result of the construction of a new waste storage

facility and the reallocation of infrastructure expenses (such as access roads, blasting supplies warehouse, and general warehouse) for the life extension plan.

Cerro Corona reported net cash-inflow of US\$86m during 2019 (2018: US\$112m).

AUSTRALIA REGION

	2020 Guidance		2019 Actual		2019 Guidance		2018 Actual	
	Prod (koz)	AIC (A\$/oz)	Prod (koz)	AIC (A\$/oz)	Prod (koz)	AIC (A\$/oz)	Prod (koz)	AIC (A\$/oz)
St Ives	360	1,320 (US\$924)	371	1,385 (US\$963)	362	1,342 (US\$1,007)	367	1,207 (US\$902/oz)
Agnew	225	1,440 (US\$995)	219	1,656 (US\$1,152)	221	1,538 (US\$1,154)	239	1,374 (US\$1,026)
Granny Smith	265	1,415 (US\$975)	275	1,325 (US\$922)	260	1,370 (US\$1,028)	280	1,239 (US\$925)
Gruyere (50%)	135	1,150 (US\$795)	50	4,170 (US\$2,900)	59	4,450 ¹ (US\$3,092)		
Region	985	1,350 (US\$932)	914	1,418 (US\$986)	902	1,518 (US\$1,139)	886	1,262 (US\$943/oz)

¹ The guidance included the remaining project capital, largely for H1 2019

Gold Fields' Australian operations delivered another strong performance in 2019. Attributable gold production of 914koz was better than full-year guidance of 902koz, underpinned by the inclusion of Gruyere production during H2 2019. AIC of A\$1,418/oz (US\$986/oz) was below guidance. Production was 3% higher than in 2018 (886koz).

Capex decreased to A\$458m (US\$319m) from A\$553m (US\$413m) in 2018, due to reduced spending on Gruyere in 2019. This includes near-mine exploration expenditure of A\$84m (US\$58m), slightly lower than the A\$85m (US\$63m) spent in 2018.

The Australia region reported a net cash-inflow of A\$199m (US\$139m) in 2019, including Gruyere growth capital of A\$104m (US\$72m), compared with A\$40m (US\$30m) in 2018, when Gruyere reported a cash-outflow of A\$218m (US\$163m).

Mine performances

St Ives continued its transition to being a predominantly underground operation during 2019, with mining of the Invincible open pit being largely phased out during the year. Invincible Underground, Hamlet Underground and the Neptune open pit are now the main sources of ore at St Ives. The shift to an underground focus at St Ives requires a different focus in terms of engineering, mining and HR management.

Production increased by 1% to 371koz in 2019 from 367koz in 2018, and was 2% above guidance. AIC increased 15% to A\$1,385/oz (US\$963/oz) in 2019 from A\$1,207/oz (US\$902/oz) in 2018, and was 3% above full-year guidance.

Capex decreased by 17% to A\$141m (US\$98m) in 2019 from A\$170m (US\$127m) in 2018, due to reduced pre-stripping of the open pits combined with lower spend on mining infrastructure in 2019. St Ives generated net cash-flow of A\$158m (US\$110m) for the year.

A review of the mine's brownfields exploration activity in 2019 is on p43.

At **Agnew**, gold production decreased 8% to 219koz in 2019 from 239koz in 2018, and was 1% lower than guidance. AIC increased by 21% to A\$1,656/oz (US\$1,152/oz) in 2019 from A\$1,374/oz (US\$1,026/oz) in 2018 due to a decrease in gold sold and increases in cost of sales before amortisation and depreciation, as well as higher capex. As a result, Agnew generated lower net cash-flow of A\$16m (US\$11m) in 2019, compared with A\$92m (US\$69m) in 2018.

Capex increased 12% to A\$109m (US\$76m) in 2019 from A\$98m (US\$73m) in 2018. The increase was driven by the A\$32m (US\$22m) cost of building a new accommodation village (we previously rented rooms from BHP Billiton in near-by Leinster). The first buildings for the camp arrived on 15 December 2018 and construction commenced in January 2019.

Commissioning of the 450 rooms and the central facilities occurred on schedule in May 2019.

In addition, in June 2019 Gold Fields and global energy group, EDL, announced a A\$112m investment in a world-leading energy microgrid, which combines wind, solar, gas and battery storage and will result in over 50% of Agnew's energy requirements being supplied from renewable and low-carbon sources. The 23MW power station that integrates solar with gas and diesel was commissioned in November 2019, while construction of the five wind turbines was completed in February 2020 (p69).

The significant investments in Agnew's camp and microgrid is a testament to our confidence in the future of the operation, as reflected in its successful near-mine exploration activities, which saw Mineral Reserves improve markedly in 2019 (p43).

At **Granny Smith**, production decreased by 2% to 275koz in 2019 from 280koz in 2018, but still came in 6% ahead of guidance. AIC increased by 7% to A\$1,325/oz (US\$922/oz) in 2019, up from A\$1,239/oz (US\$925/oz) in 2018, largely due to the decrease in gold production.

Capex was 1% lower in 2019 at A\$104m (US\$72m) (2018: A\$105m (US\$79m)). The mine generated net cash-flow of A\$134m (US\$93m) in 2019, a 3% increase on 2018.

IMPROVING OPERATIONAL PERFORMANCE continued

A review of the mine's brownfields exploration activity in 2019 is detailed on p43.

Gruyere poured its first gold at the end of June 2019, in line with the revised project schedule. Production ramped up successfully, with the mine producing 99koz (100% basis) during H2 2019 and reaching steady state production levels by the end of the year.

AIC post-commercial levels of production (end-September) were A\$983/oz (US\$684/oz), falling below the revised forecast range of A\$1,050/oz – A\$1,150/oz, with both mining and processing volumes at the upper end of expectations. AIC for the full year of A\$4,170/oz (US\$2,900/oz), were within revised guidance and inflated by the minimum levels of production during the

commissioning and ramp-up stages and also impacted by the remaining project capital that was spent during the year.

Now in steady state, Gruyere is set to contribute meaningfully to low cost production of the Group. For more details on Gruyere, refer to p41.

WEST AFRICA REGION

	2020 Guidance		2019 Actual		2019 Guidance		2018 Actual	
	Prod (koz)	AIC (US\$/oz)	Prod (koz)	AIC (US\$/oz)	Prod (koz)	AIC (US\$/oz)	Prod (koz)	AIC (US\$/oz)
Tarkwa	510	970	519	958	514	949	525	951
Damang	215	1,030	208	1,147	218	1,100	181	1,506
AGM ¹	115	1,130	113	1,214	106³	1,140³	45	1,175
Region	840	1,006	840	1,039	838	1,102	750	1,098 ²

¹ 45% stake, equity-accounted

² Includes AGM contribution for August – December 2018

³ Gold Fields' 45% share of the mid-point of AGM 2019 guidance

The Ghanaian region is the second biggest producer in the Gold Fields portfolio, contributing 35% to Group attributable production in 2019. Gold Fields has a shareholding of 90% in both Tarkwa and Damang, with the Ghanaian government holding the remaining 10%. During 2018, Gold Fields acquired a 45% stake of AGM, with our JV partner Asanko Gold holding 45% and the Ghanaian government the remaining 10%.

Total managed gold production for the region was in line with guidance of 838koz, increasing by 12% in 2019 to 840koz, mainly due to a 15% increase in Damang's production, together with a full year contribution from AGM as opposed to only five months in 2018. Total attributable production increased to 768koz from 680koz in 2018.

Capex (excluding AGM) decreased to US\$202m in 2019 from US\$295m in 2018, mainly due to lower expenditure on capital waste stripping at Damang. AIC for the region, including AGM, was US\$1,039/oz, 6% below guidance and 5% lower than the US\$1,098/oz reported in 2018. The region reported a material increase in net cash-flow in 2019, excluding AGM, to US\$174m (2018: US\$45m).

Mine performances

Production at **Tarkwa** decreased 1% to 519koz in 2019 (2018: 525koz), but was slightly ahead of guidance. AISC and AIC increased by 1% to US\$958/oz in 2019 from US\$951/oz in 2018, also marginally ahead of guidance. Tarkwa generated net-cash inflow of US\$150m during 2019 compared with US\$112m in 2018.

A review of the mine's brownfields exploration activity in 2019 is detailed on p43.

Damang produced 208koz in 2019, which is 15% higher than the 181koz produced in 2018 and 4% below guidance of 218koz. The underperformance relative to guidance was driven by negative grade reconciliation as the mine transitioned through the Huni sandstone lithology. This transition will be completed during H1 2020, at which point mining will occur in the relatively higher (and more consistent) grade Tarkwa phyllites.

AISC decreased to US\$809/oz in 2019 from US\$813/oz in 2018, due to higher gold sold, and was partially offset by higher cost of sales before amortisation and depreciation.

AIC declined by 24% to US\$1,147/oz in 2019 from US\$1,506/oz in 2018, due to higher gold sold and lower total capex, which was reduced by 45% to US\$76m in 2019 (2018: US\$139m).

Damang recorded a net cash-inflow of US\$24m in 2019 compared with an outflow of US\$68m in 2018.

AGM produced 251koz in 2019, of which 113koz was attributable to Gold Fields. This compares to the 45koz attributable to Gold Fields for the five months from August to December 2018. Production was impacted by a pit wall failure in November at the west wall of the Nkran pit. No injuries or damage to equipment occurred. AISC increased 4% to US\$1,112/oz in 2019 from US\$1,069/oz in 2018, while AIC was up 3% to US\$1,214/oz in 2019 (2018: US\$1,175/oz) (p41).



Truck at the underground maintenance workshop at our South Deep mine in South Africa

STRENGTHENING THE BALANCE SHEET

Gold Fields' business strategy has consistently focused on growing margins and free cash-flow (FCF) for every ounce of gold produced, and to sustain this FCF in the long term. However, our drive to generate a FCF margin of at least 15% at a gold price of US\$1,300/oz is balanced by the strategic imperative of strengthening the balance sheet and funding future growth.

For the past three years, the Group has been in a reinvestment phase. During this period, we spent approximately US\$1bn in buying into two joint ventures and building two new mines, which have improved the quality of the overall portfolio by lowering Group All-in costs (AIC). Of this project capital, US\$347m was spent on Damang and A\$329m on Gruyere, in addition to the A\$350m on acquiring 50% of Gruyere. Furthermore, Gold Fields spent US\$162m in project and drilling costs at the Salares Norte project and US\$185m to acquire our 45% stake of the Asanko gold mine (AGM) in Ghana. Better-than-expected gold prices for the most part of the past three years enabled us to limit the pick-up in net debt, despite the amount of capital incurred.

With the capex cycle rolling off during 2019, the Group is well positioned to generate significant FCF in 2020. For 2019, Gold Fields generated a FCF margin of 21% compared to 16% in both 2017 and 2018. Given the outlook for increased production and lower AIC, we anticipate this FCF margin to stay above our target in 2020, depending on the gold price.

During 2019, Gold Fields took advantage of the favourable equity market conditions to divest of a number of its non-core equity holdings, with the proceeds being used to pay down a portion of the debt. A total of US\$179m was generated through these sales. We made a significant return on the sales of all these investments, which are detailed on p40.

FINANCIAL PERFORMANCE

Gold Fields' 2019 results were boosted by the stronger gold price which increased the average gold price received by our mines in all three relevant currencies: the US Dollar gold price was up 11% to US\$1,388/oz; the A\$ gold price by 18% to A\$2,007/oz and the rand gold price by 24% to R659,111/kg.

Priorities for FCF

Our priorities for the operational cash that we generate are:

- **Returning dividends to shareholders:** Gold Fields has a long and well-established dividend policy of paying out 25% – 35% of normalised earnings to shareholders. During 2019, Gold Fields declared a total dividend of R1.60/share, which translates to 28% of normalised earnings, aligning with the average pay out over the past 10 years
- **Strengthening the balance sheet:** At the height of the growth capital cycle at the end of 2018, the Group's net debt:EBITDA (prior to adjusting for IFRS 16) peaked at 1.45x before decreasing to 1.08x by the end of 2019. With Gruyere and Damang now at or approaching steady state, the target is to use free cash generated in 2020 to further reduce net debt and strengthen the balance sheet
- **Funding growth projects:** Construction of the Salares Norte project, which will begin towards the end of 2020, is anticipated to amount to US\$860m (in 2020 terms), at which point a portion of our FCF will go towards funding capital. Apart from the Salares Norte project, there is no growth capital budgeted for the near to medium term

As a result of the higher prices received and improved production Group revenue for 2019 rose by 15% to US\$2.97bn from US\$2.58 in 2018.

Cost of sales were up 4% to US\$1.42bn in 2019, but AIC and All-in sustaining costs (AISC) were below 2018 levels and below guidance for the year. AIC was 9% lower at US\$1,064/oz and AISC came in at US\$970/oz (2018: US\$981/oz) on the original World Gold Council (WGC) definition.

Other salient features during 2019 included:

- Royalty expenses increased by 18% to US\$74m in 2019
- The taxation charge for the Group increased to US\$176m in 2019 compared with a credit of US\$66m in 2018, while normal taxation rose to US\$191m (2018: US\$146m)
- Total capital expenditure of US\$613m in 2019 significantly reduced from the US\$814m in 2018
- Losses on financial instruments were US\$238m in 2019, largely due to losses on our gold hedges against the rising gold price

Taking into account all of the above, headline earnings for 2019 were US\$163m (2018: US\$61m).

A detailed analysis of our financial performance is provided in the management's discussion and analysis of the financial statements in the 2019 Annual Financial Report (AFR) on p60 – 126. The consolidated income statement, statement of financial position and cash flow statement – extracted from the 2019 AFR – are provided on p152 – 156.

MANAGING DEBT

Gold Fields adopted the new lease accounting standards (IFRS 16) on 1 January 2019, which has impacted the reporting of net debt and the net debt:EBITDA ratio. Under the new IFRS 16 definition, which includes the capitalisation of leases – primarily those relating to our independent power purchasing agreements and pipeline rentals – Gold Fields' ended 2019 with net debt of US\$1,664m and a net debt:EBITDA ratio of 1.29x. Using the old classification (pre-IFRS 16), the net debt balance at the end of 2019 was US\$1,331m (2018: US\$1,687m), with a net debt:EBITDA ratio of 1.08x (2018: 1.45x). Going forward, Gold Fields will only be reporting net debt under the new IFRS 16 definition.

Having come to the end of the investment programme, the focus has shifted to reducing our debt position. With this in mind, management has set itself the target of reducing debt by US\$300m – US\$400m in 2020. To protect cash-flows and increase the probability of attaining this goal, we extended our hedging programme in 2019, putting additional hedges in place which will mature during 2020 (see details in the table on the next page). In addition, we streamlined our portfolio of equity investments, using the US\$179m raised from the divestments of our non-core assets during 2019 to pay down some of the debt.

On attaining the targeted level of net debt:EBITDA, management will reassess the balance sheet, together with the capital requirements of the business and general economic backdrop. However, the intention is not to put additional hedges in place once the current hedge

book expires, other than providing downside protection during our large capital expenditure for Salares Norte in 2021 and 2022.

Hedging

Gold Fields' policy allows for hedging to protect cash-flows, firstly, at times of significant expenditure, secondly, to address specific debt servicing requirements, and, thirdly, to safeguard the viability of higher cost operations. We do not enter into long-term systematic hedges, but rather evaluate the Company's position and outlook on a regular basis to determine whether short-term hedging is appropriate.

Given the high levels of project capital incurred over the past three years, the Group has run an active hedging programme using short-term, tactical hedges to protect cash-flows and the balance sheet. This hedging programme resulted in net realised gains of US\$14m in 2017 and US\$54m in 2018, and a net realised loss of US\$132m in 2019.

With the project capital having largely been spent by mid-2019, the underlying purpose of the hedging programme shifted to servicing debt, with management setting a target of paying down US\$300m – US\$400m by the end of 2020.

With the February 2020 approval by the Board to construct the Salares Norte mine at a current cost of US\$860m, we have put in place foreign exchange hedges for the Chilean peso component of the 2020 – 2023 capital programme, which cover approximately two-thirds of the capital cost of the project. In addition, to protect Group cash-flows in the peak capex year (2021), we bought 300koz in put options against that year's Group's production. This hedging structure provides us with protection on the downside, while at the same time retaining full exposure to any upside potential in the gold price.

For more details of the gains and losses of our hedging programmes, see p200 – 203 in the Annual Financial Statements.

Table of hedges

2019				
Hedge	Country	Quantity hedged	Hedging instrument and price	Hedge term
Gold hedge	Australia	283koz (31% of guidance)	Swaps; Average (Ave) strike price of A\$1,751/oz	Jan 2019 – Dec 2019
	Australia	173koz (19% of guidance)	Zero-cost collars; Ave floor price of A\$1,720/oz, Ave cap price of A\$1,789/oz	Jan 2019 – Dec 2019
	Australia	456koz (51% of guidance)	Zero-cost collars; Ave floor price of A\$1,800/oz, Ave cap price of A\$1,869/oz	Jan 2019 – Dec 2019
	South Africa	113koz (59% of guidance)	Forwards; Ave strike price of between R615,103/kg and R620,000/kg	Between June 2019 – Dec 2019
A\$ forex hedge	Australia	US\$366m	Average strike price between US\$0.7075 – 0.7330/A\$	Jan 2019 – Dec 2019
Oil hedge	Ghana	126Mℓ (50% of annual diesel consumption)	Swaps; Equivalent Brent crude swap price US\$49.80/bbl	June 2017 – Dec 2019
	Australia	78Mℓ (50% of annual diesel consumption)	Swaps; Equivalent Brent crude swap price US\$49.92/bbl	June 2017 – Dec 2019
2020				
Hedge	Country	Quantity hedged	Hedging instrument and price	Hedge term
Gold hedge	Australia	210koz (21% of guidance)	Swaps; Ave strike price of A\$1,957/oz	Jan 2020 – Dec 2020
	Australia	270koz (27% of guidance)	Zero-cost collars; Ave floor price of A\$1,933/oz, Ave cap price of A\$2,014/oz	Jan 2020 – Dec 2020
	Ghana	175koz (21% of guidance)	Zero-cost collars; Ave floor price of US\$1,364/oz, Ave cap price of US\$1,449/oz	Jan 2020 – Dec 2020
	Ghana	100koz (12% of guidance)	Swaps; Ave strike price of US\$1,382/oz	Jan 2020 – Dec 2020
	Ghana	100koz (12% of guidance)	Zero-cost collars; Ave floor price of US\$1,400/oz, Ave cap price of US\$1,557/oz	Jan 2020 – Dec 2020
	South Africa	100koz (39% of guidance)	Swaps; Ave strike price of R681,400/kg	Jan 2020 – Dec 2020
	South Africa	100koz (39% of guidance)	Zero-cost collars; Ave floor price of R660,000/kg, Ave cap price of R727,000/kg	Jan 2020 – Dec 2020
Oil hedge	Ghana	123Mℓ (50% of annual diesel consumption)	Swaps; Equivalent Brent crude swap price US\$59.20/bbl	Jan 2020 – Dec 2022
	Australia	75Mℓ (50% of annual diesel consumption)	Swaps; Equivalent Brent crude swap price US\$57.40/bbl	Jan 2020 – Dec 2022

STRENGTHENING THE BALANCE SHEET continued

Debt refinancing – new bonds and refinancing of bank debt

In addition to reducing the amount of debt, one of management's financial targets in the 2019 Balanced Scorecard (BSC) was to improve the liquidity and profile of the Group's debt. In this regard, we were active in the debt markets during 2019, putting in place two new bonds and refinancing bank debt.

In May 2019, we successfully raised two new bonds, which extended and staggered the maturity profile. A total of US\$1bn was raised at an average coupon of 5.625%, with the maturity spread between five and 10 years:

- US\$500m five-year bond with a coupon of 5.125%
- US\$500m 10-year bond with a coupon of 6.125%

The proceeds of the debt raising were used to repay amounts outstanding under the US\$1,290m Credit Facilities Agreement and repurchase certain other existing indebtedness.

Following the bond issuances on 9 May 2019, Gold Fields commenced a tender process to buy back up to US\$250m of the 2020 notes. The buy-back of US\$250m of the outstanding 2020 notes was completed on 24 May 2019 at 102% of par.

In July 2019, the Group entered into a US\$1,200m revolving credit facility (RCF) agreement with a syndicate of international banks and financial institutions. The new facilities comprise two tranches:

- A US\$600m three-year RCF, with two one-year extension options subject to lenders consent, at a margin of 1.45% over Libor
- A US\$600m five-year RCF, with two one-year extension options subject to lenders consent, at a margin of 1.70% over Libor

Our financial covenants attached to the new RCF were revised to accommodate the treatment of operating leases in line

with IFRS 16. As such, the covenants were improved as follows:

- Net debt:EBITDA covenant moved from $\leq 2.5x$ to $\leq 3.5x$
- Consolidated EBITDA to consolidated net finance charges covenant reduced from $\geq 5x$ to $\geq 4x$

The new facilities were used to refinance the US\$1,290m Credit Facilities Agreement and to fund general corporate and working capital requirements of the Group. They will also be used to repay the outstanding bonds maturing in 2020.

As a result of the new bonds and refinanced RCF, Gold Fields' debt maturity profile has improved significantly. Apart from the outstanding US\$601m of the 2020 bond, which will be retired using the new RCF and FCF, the first sizeable maturity payment for Gold Fields is now in December 2024. During 2020, we also plan to refinance and extend our A\$500m (US\$351m) facility, due in June 2021, as a potential source for future funding requirements.



Employees at our Damang mine in Ghana

CONSOLIDATED INCOME STATEMENT

for the year ended 31 December 2019

	United States Dollar		
	2019	2018	2017
<i>Figures in millions unless otherwise stated</i>			
CONTINUING OPERATIONS			
Revenue	2,967.1	2,577.8	2,761.8
Cost of sales	(2,033.5)	(2,043.0)	(2,105.1)
Investment income	7.3	7.8	5.6
Finance expense	(102.2)	(88.0)	(81.3)
(Loss)/gain on financial instruments	(238.0)	21.0	34.4
Foreign exchange (loss)/gain	(5.2)	6.4	(3.5)
Other costs, net	(67.6)	(44.8)	(19.0)
Share-based payments	(20.5)	(37.5)	(26.8)
Long-term incentive plan	(9.1)	(1.1)	(5.0)
Exploration expense	(84.4)	(104.2)	(109.8)
Share of results of equity-accounted investees, net of taxation	3.1	(13.1)	(1.3)
Profit on disposal of Maverix Metals Incorporated	14.6	–	–
Restructuring costs	(0.6)	(113.9)	(9.2)
Silicosis settlement costs	1.6	4.5	(30.2)
Gain on acquisition of Asanko	–	51.8	–
Impairment, net of reversal of impairment of investments and assets	(9.8)	(520.3)	(200.2)
Profit/(loss) on disposal of assets	1.2	(51.6)	4.0
Profit/(loss) before royalties and taxation	424.0	(348.2)	214.4
Royalties	(73.7)	(62.5)	(62.0)
Profit/(loss) before taxation	350.3	(410.7)	152.4
Mining and income taxation	(175.6)	65.9	(173.2)
Profit/(loss) from continuing operations	174.7	(344.8)	(20.8)
DISCONTINUED OPERATIONS			
Profit from discontinued operations, net of taxation	–	–	13.1
Profit/(loss) for the year	174.7	(344.8)	(7.7)
Profit/(loss) attributable to:			
Owners of the parent	161.6	(348.2)	(18.7)
– Continuing operations	161.6	(348.2)	(31.8)
– Discontinued operations	–	–	13.1
Non-controlling interests	13.1	3.4	11.0
– Continuing operations	13.1	3.4	11.0
	174.7	(344.8)	(7.7)
Earnings/(loss) per share attributable to owners of the parent:			
Basic earnings/(loss) per share from continuing operations – cents	20	(42)	(4)
Basic earnings per share from discontinued operations – cents	–	–	2
Diluted earnings/(loss) per share from continuing operations – cents	19	(42)	(4)
Diluted earnings per share from discontinued operations – cents	–	–	2

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 31 December 2019

United States Dollar			
	2019	2018 Restated ¹	1 January 2018 Restated ¹
<i>Figures in millions unless otherwise stated</i>			
ASSETS			
Non-current assets	5,460.2	5,183.2	5,505.7
Property, plant and equipment	4,657.1	4,259.2	4,892.9
Goodwill	–	–	76.6
Inventories	141.0	133.3	132.8
Equity accounted investees	172.0	225.1	171.3
Investments	155.1	235.3	104.6
Environmental trust funds	69.5	60.8	55.5
Deferred taxation	265.5	269.5	72.0
Current assets	1,069.9	726.5	959.1
Inventories	417.8	368.2	393.5
Trade and other receivables	137.1	138.6	171.8
Cash and cash equivalents	515.0	219.7	393.8
Assets held for sale	31.2	–	40.0
Total assets	6,561.3	5,909.7	6,504.8
EQUITY AND LIABILITIES			
Equity attributable to owners of the parent	2,777.0	2,586.1	3,275.8
Stated capital	3,622.5	3,622.5	3,622.5
Other reserves	(2,035.5)	(2,110.3)	(1,817.8)
Retained earnings	1,190.0	1,073.9	1,471.1
Non-controlling interests	131.7	120.8	127.2
Total equity	2,908.7	2,706.9	3,403.0
Non-current liabilities	2,284.8	2,670.9	2,363.1
Deferred taxation	433.6	454.9	453.9
Borrowings	1,160.9	1,814.3	1,587.9
Provisions	391.1	319.5	321.3
Lease liabilities (2018: finance lease liabilities)	287.7	80.1	–
Long-term incentive plan	11.5	2.1	–
Current liabilities	1,367.8	531.9	738.7
Trade and other payables	594.4	417.5	463.1
Royalties payable	13.9	12.5	16.3
Taxation payable	24.8	0.9	46.7
Current portion of borrowings	684.9	92.5	194.5
Current portion of lease liabilities (2018: finance lease liabilities)	45.2	8.5	–
Current portion of silicosis settlement costs	4.6	–	–
Current portion of long-term incentive plan	–	–	18.1
Total liabilities	3,652.6	3,202.8	3,101.8
Total equity and liabilities	6,561.3	5,909.7	6,504.8

¹ Refer note 42 of the consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH-FLOWS

for the year ended 31 December 2019

	United States Dollar		
	2019	2018 Restated ¹	2017 Restated ¹
<i>Figures in millions unless otherwise stated</i>			
Cash flows from operating activities	845.0	568.7	732.0
Cash generated by operations	1,302.8	998.0	1,286.5
Interest received	6.6	6.8	5.1
Change in working capital	(24.6)	(31.9)	(89.9)
Cash generated by operating activities	1,284.8	972.9	1,201.7
Silicosis payment	(4.6)	–	–
Interest paid	(132.0)	(91.0)	(90.4)
Royalties paid	(72.3)	(65.5)	(66.0)
Taxation paid	(181.8)	(190.7)	(249.4)
Net cash from operations	894.1	625.7	795.9
Dividends paid/advanced	(49.1)	(57.0)	(70.7)
– Owners of the parent	(45.5)	(45.5)	(62.8)
– Non-controlling interest holders	(2.2)	(9.8)	(6.4)
– South Deep BEE dividend	(1.4)	(1.7)	(1.5)
Cash generated by continuing operations	845.0	568.7	725.2
Cash generated by discontinued operations	–	–	6.8
Cash flows from investing activities	(446.8)	(886.8)	(908.6)
Additions to property, plant and equipment	(612.5)	(814.2)	(833.6)
Proceeds on disposal of property, plant and equipment	3.7	78.9	23.2
Purchase of Asanko Gold	(20.0)	(165.0)	–
Purchase of investments	(6.5)	(19.3)	(80.1)
Redemption of Asanko Preference Shares	10.0	–	–
Proceeds on disposal of subsidiary	6.2	–	–
Proceeds on disposal of Maverix	66.8	–	–
Proceeds on disposal of investments	112.6	0.5	–
Proceeds on disposal of Arctic Platinum (APP)	–	40.0	–
Proceeds on disposal of Darlot	–	–	5.4
Contributions to environmental trust funds	(7.1)	(7.7)	(16.7)
Cash utilised in continuing operations	(446.8)	(886.8)	(901.8)
Cash utilised in discontinued operations	–	–	(6.8)
Cash flows from financing activities	(104.6)	151.6	85.1
Loans raised	1,538.0	690.0	787.6
Loans repaid	(1,604.3)	(535.9)	(702.5)
Payment of lease liabilities	(38.3)	(2.5)	–
Cash (utilised)/generated by continuing operations	(104.6)	151.6	85.1
Cash generated by discontinued operations	–	–	–
Net cash generated/(utilised)	293.6	(166.5)	(91.5)
Effect of exchange rate fluctuation on cash held	1.7	(7.6)	14.3
Cash and cash equivalents at beginning of the year	219.7	393.8	471.0
Cash and cash equivalents at end of the year	515.0	219.7	393.8

¹ Refer note 42 of the consolidated financial statements.

Managing, growing and protecting **our people**

- Managing and growing our employees
- Safety
- Occupational health and wellness

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Employees at our Tarkwa mine in Ghana

MANAGING AND GROWING OUR PEOPLE

WORKFORCE PROFILE

Our successful 2019 financial year is a credit to the skills, commitment and enthusiasm of our 17,656 people. But we also recognise that our business requires a steady supply of the right skills, especially where scarce skills are required. Consequently, we have further enhanced our talent management practices so we can move beyond tactical succession plans towards more strategic workforce planning, and build a strong, diverse and inclusive pipeline of talent.

As at the end of 2019, contract workers across our regions accounted for 68% of our total workforce. This necessitates close contractor management and ensuring that contractors align with Gold Fields' values, policies and procedures, particularly those relating to safety, human rights and environmental management.

The 38% reduction of the South Deep workforce, following the section 189 retrenchments during 2018, also changed the profile of the workforce. The operation now has a leaner team in line with the requirements of a mechanised mine. Furthermore, as we build the required skills set for a mechanised mine, there has been a marked improvement in productivity per employee over the past year to 477 tonnes mined/employee from 289 tonnes/employee in 2018.

Focus on host community employment has also changed the profile of our workforce. Host community members now comprise 55% of our workforce (2018: 56%), which aligns with our strategy of creating value for the communities in the regions where we operate. More information on host community employment on p83.

Workforce by Group and region (end-December)¹

	Total workforce		Employees		Contractors		Proportion of Nationals
	2019	2019	2018	2019	2018	2019	
Americas	3,407	545	373	2,862	1,949	100%	
Australia	2,923	1,657	1,577	1,266 ¹	1,599	100%	
South Africa	3,984	2,310	2,472	1,674	2,171	84%	
West Africa	7,244	1,046	1,079	6,198	6,291	97%	
Corporate	98	97	100	1	0	93%	
Total	17,656	5,655	5,601	12,001	12,010		

¹ The source of this information is the Group-wide human resources information system. Host community employment data excludes our corporate and regional offices as well as projects

Key Human Resources (HR) metrics (end-December)

Category	2019	2018	2017	2016	2015
Total workforce	17,656	17,611	18,594	18,091	16,850
Historically Disadvantaged Persons (HDPs) employees (%) ¹	59	72	71	72	71
HDP employees – senior management (%) ¹	52	43 ²	57	55	48
Minimum wage ratio ³	1.97	2.40	2.43	1.97	1.50
Female employees (%)	20	19	16	15	14
Ratio of basic salary men to women	1.25	1.25	1.25	1.31	1.09
Employee wages and benefits (US\$m)	395	442	506	482	435
Average training spend per employee (US\$)	1,912	2,469	2,258	1,896	1,370
Employee turnover (%)	16	35 ⁴	6	12	8

¹ Excluding foreign nationals, but including white females. Percentages are of South African workforce only

² Lower ratio due to South Deep restructuring

³ Entry level wage compared to local minimum wage. Excluding Ghana, as the region only employs management level employees with the transition to contractor mining. Ratio for 2019 is 4.66 if Ghana is included

⁴ High turnover due to South Deep restructuring and transition to contractor mining at Tarkwa

MANAGING AND GROWING OUR PEOPLE continued

Attracting, retaining and developing employees

As the mining industry continues to evolve, it is critical that we position ourselves to attract, retain and develop the right skills. We continue to evolve our current workforce to meet the future needs of an increasingly mechanised, modernising and automated mining industry. During 2019, training spend across the Group amounted to US\$11m (2018: US\$14m), while average spend per employee was US\$1,912 (2018: US\$2,469), with the decline due to the use of online and more targeted training. While we track spend per employee, we have increasingly shifted our focus to delivering more impactful and efficient training as opposed to focusing only on training spend.

A new leadership competency framework was developed, focusing on leadership's ability to create an inclusive and enabling culture, demonstrating leadership excellence and building a credible brand. This competency model will form the foundation of our talent attraction and development strategy in future.

A review of recruitment standards resulted in more stringent recruitment standards being applied during the year. The recruitment process now relies on improved data and analytics and alignment with the competencies our business requires. Furthermore, we implemented improved systems to track the time it takes to fill critical roles. As a result of these initiatives critical role turnover for the Group was reduced to 4% against a target of 5%.

In our drive to innovate we continue to introduce modernised, digital human resources platforms. These include the introduction of employee self-service, enhanced mobile systems for engagement and performance management, further entrenchment of e-learning throughout the business and the introduction of big data analytics to track people-related metrics.

We also focused on:

- Improving business processes, operational efficiencies and productivity through the use of technology and real-time data

- Attracting the next generation of workers to our business and, in line with this, tracking the age profile of our workforce
- Embedding modern working practices such as flexible work options
- Implementing interactive HR systems that are integrated across regions and allow employees and managers to access data that helps drive better people-related business decisions

Improving workforce productivity

Our operations require high levels of skills and productivity. With the increase in contractor numbers in 2019, we included contractors together with our employees in our productivity measurement of oz/TEC (total employees costed). During 2019 productivity was 102oz/TEC and we have instituted a strong focus on improving the performance of both employees and contractors.

We also rolled out a frontline leadership productivity initiative at South Deep to develop leadership capacity among supervisors. Most of the mine's supervisors have been trained in this programme which sets out a new way of working that will drive productivity. A set of management tools are being used to standardise the way teams work, allowing supervisors to clearly articulate goals, assign tasks and track progress in their teams.

Performance management is fundamental to Gold Fields, driving improved productivity and ensuring we have the right people, in the right roles, doing the right things. During 2019, we further improved our approach to compiling the Group Balanced Scorecard (BSC), aligning individual performance metrics more closely with Group goals. Employee performance informs annual increases and long-term incentive bonuses. We continue to build a performance culture by training line managers and management employees in how to assess and improve their team members' performance.

Workforce diversity and transformation

The moral motive and business case for diversity is soundly established within Gold Fields. This includes addressing workplace discrimination, capitalising on

diverse perspectives and attracting candidates from under-represented backgrounds and host communities. During 2019, the Board approved a Group diversity policy and strategy, which set out the principles behind achieving a more diverse and inclusive workforce. While gender diversity is a key focus area, it is important to note that our definition of diversity extends beyond gender alone. We also focus on age, disability and vulnerable groups, and have developed metrics to track these. These metrics will be piloted during 2020.

Several leading-practice initiatives to drive Gold Fields' diversity agenda were rolled out in 2019. These initiatives include the following:

- Non-discrimination practices and merit-based decision making
- Targeted recruitment to increase diversity
- Diversity networking groups
- Unconscious bias training
- Flexible work arrangements
- 'Values packs' to reinforce diversity and inclusion, aligned to the Value of Respect
- Leadership coaching and training
- Diversity performance evaluations
- Increase in recruitment of female employees to 24% and tracking the number of female employees hired versus those who left during the year
- Improving the representation of HDSA at South Deep. At the end of 2019, 50% of our management team and 59% of the total workforce were HDSA (2018: 53% and 72% respectively)
- Reduction of Ghana expatriate employees to 3.1% of the total workforce, against the regulated 4%

We also intensified efforts to increase the number of host community members in our workforce. Across the Group, 55% of employees hailed from our host communities. More information on host community employment is detailed on p83.

Across our global workforce, 20% of Gold Fields' employees are women (2018: 19%) – as recently as 2016, this number was only 15%. Women also hold 20% of management positions (2018: 18%). Just over half of our female employees work in core mining activities. For the second year running, Gold Fields

was included in the Bloomberg Gender-Equality Index (GEI), one of only 325 companies globally to have achieved this. Gaps identified in the GEI include creating an inclusive culture, more detail and analysis of potential gender pay gaps, and creating a more supportive work environment for women. Going forward, we will continue to focus on improving in these areas within our business.

The next generation of diversity and inclusion initiatives to be embedded into company processes and culture include diversity mentorships, diversity coaching and 'walk-arounds' by leaders to reduce the perceived threat to job security, identifying diversity champions and ongoing education to over-represented groups.

Organised labour

We remain committed to engaging with our workforce on all material issues that impact them. We uphold employees' rights to freedom of association and collective bargaining, and ensure that contractors also abide by these standards.

The move to contractor mining has precipitated a decrease in the number of direct employees represented by organised labour, with the exception of South Deep where representation remains at 87%. In Ghana, union representation is 0%, with contractor

membership estimated at 6%, while in Peru 25% of the direct workforce and 32% of the contractor workforce belong to unions. In Australia, it is estimated that union representation among employees is below 5%.

Our relationship with organised labour at South Deep improved following a violent, 45-day strike in late 2018. A new committee was formed at the South Deep branch of the National Union of Mineworkers (NUM), and there is now a greater level of co-operation between leadership and management. Of the South Deep workforce, 63% is represented by NUM, while 30% are members of UASA. While the National Union of Metalworkers of South Africa (NUMSA) has made attempts to recruit South Deep employees, representation is too low for it to have a recognition agreement at the mine.

Enhancing organisational culture, entrenching values and building trust

Our new leadership competency framework requires that our leadership team develop and entrench an inclusive and enabling culture. We continue to drive a culture that is based on living the Gold Fields values. To this end, we included a values metric in the Group BSC for Exco and employees at our corporate office, which contributes to overall performance ratings and thereby affects annual bonus and long-term

incentive rewards. Comprising 10% of performance measurement in the BSC, the assessment relies on a 360-degree feedback from a section of employees. This will be rolled out to the rest of the Group in 2020.

Employee engagement remains high on the HR agenda. During 2019, employee climate surveys were carried out in South Deep and Ghana, the other regions having completed these during 2018. This was followed by more intensive feedback sessions driven by management, focusing on issues that were rated poorly by the workforce in the survey. Across the Group 60% of employees participated in the survey and we have been able to identify key areas for improvement; these include personal growth and development, reward and recognition, as well as communication. Actions to address these continue to be rolled out and are tracked.



Employees at our St Ives mine in Australia

SAFETY

Our number one value — If we cannot mine safely, we will not mine — drives our goal of achieving zero harm, as well as the target of eliminating all fatalities and serious injuries at our operations. Safety forms a key component of performance management, and also informs annual performance bonuses for executives, managers and the broader workforce.

Group safety performance

	2019	2018	2017	2016	2015
Fatalities ¹	1	1	3	1	4
Serious injuries ²	12	17	26	17	15
Lost time injuries (LTIs) ³	38	34	52	39	68
Total recordable injuries	104	99	138	124	174
Total recordable injury frequency rate (TRIFR) ⁴	2.19	1.83	2.42	2.27	3.40
Duration rate ⁵	29	48	49	67	58
Safety engagement rate (SER) ⁶	4.11	2.91	1.75	–	–

¹ In both 2017 and 2018 we also recorded non-occupational fatalities at our mines. In 2017, a member of the protection services team at South Deep was shot and killed during a robbery at the mine, while in 2018 a member of Tarkwa's Community Security Task Force drowned in a settling pond on the mine

² A serious injury is an injury that incurs 14 or more days lost and results in:
 – A fracture of any bone (excluding hairline fractures and fractures of fingers, toes or nose)
 – Internal haemorrhage
 – Head trauma (including concussion, loss of consciousness) requiring hospitalisation
 – Loss of all or part of a limb (excluding bone dressing to facilitate medical treatment of injured fingers and toes)
 – Permanent loss of function and/or permanent disability such as hearing loss or damage to lung function
 – Permanent disfigurement where the injury has resulted in the appearance of a person being deeply and persistently harmed medically and that is likely to lead to psychosocial problems

Numbers exclude injuries at our projects

Of the 12 serious injuries, 10 were reported by South Deep in terms of South African regulatory requirements. Of these, two meet Gold Fields' definition above. In terms of the above definition, Gold Fields recorded four serious injuries

³ A LTI is a work-related injury resulting in the employee or contractor being unable to attend work for a period of one or more days after the day of the injury. The employee or contractor is unable to perform any of his/her duties. Numbers exclude injuries at our projects

⁴ TRIFR = (fatalities + LTIs + restricted work injuries + medically treated injuries) x 1,000,000/number of hours worked. Numbers exclude injuries at our projects

⁵ Duration rate = days lost to LTIs/number of LTIs. Numbers exclude injuries at our projects

⁶ SER = safety engagements x 1,000/number of hours worked. Safety engagements are conversations between managers and the workforce to improve safety. Reporting of the SER commenced in 2017. Numbers exclude engagements at our projects

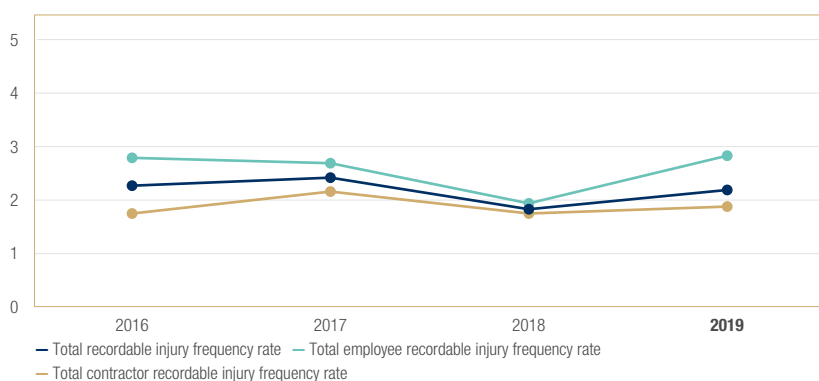
FATALITY AT SOUTH DEEP

Tragically, on 3 June 2019, Maria Ramela, a 38-year-old trackless crew leader at our South Deep mine in South Africa, was fatally injured after being struck by a rock ejected from the face after a series of four seismic events in quick succession. Three of the events were between 1.4 – 1.9 in magnitude, which is higher than average. Three members of her team sustained minor injuries and, after receiving medical treatment on the scene, were referred to hospital for full examination and subsequently discharged.

Following the incident, on 4 June all South Deep operations were suspended. Furthermore, the affected areas remained closed for three weeks until it was deemed safe to resume production. While this was the only fatality Gold Fields experienced during the year, and it being amid significant improvements in the Group's safety performance, culture and systems over the past five years, the loss of Maria's life is unacceptable. It once again illustrates how important it is to continually drive our agenda of zero fatalities and serious injuries.

Subsequent to the event, and in co-operation with the South African Department of Mineral Resources and Energy, we reviewed our already stringent safety protocols and procedures to reduce the incidence and mitigate the impact of seismic events. Other remedial actions introduced include the implementation of new support standards in de-stress mining areas and installation of vehicle protective screens.

Group safety performance



For more details on our regional safety developments and performances, see our website at www.goldfields.com/sustainability

OUR APPROACH TO SAFETY

The number of serious injuries declined to 12 in 2019 from 17 in 2018, however, this is still above our target of zero. There continues to be a downward trend in the duration rate, which measures the number of days lost per LTI, from 48 in 2018 to 29 in 2019, while the severity rate (which measures lost days to LTIs per million hours worked) declined to 23 in 2019 from 30 in 2018 and 44 in 2017. TRIFR regressed to 2.19 in 2019 (2018: 1.83) as the number of total recordable injuries rose to 104 (2018: 99) and the number of hours worked decreased by 13%.

While these trends show that we are making good progress, work remains to be done to eliminate fatalities and serious injuries at our operations. Some of our mines are getting close — particularly pleasing, during the construction phase, the Gruyere mine in Australia achieved in excess of 3.5 million hours worked without an LTI.

We continue to emphasise the importance of leading safety indicators, and all of our managers have the SER integrated into their performance scorecards. There has been a strong drive to encourage managers and workers to have conversations about safety and, as seen in the rise in SER to 4.11 in 2019 from 2.91 in 2018, this is having an impact. We hope that, over time, this behaviour will lead to an improvement in our safety performance.

Improving safety management systems and controls

All our operations, except for Gruyere, are certified in terms of OHSAS 18001, a leading health and safety standard. During the year we commenced upgrading our management systems to the new ISO 45001 standard. To date, all our mines in Australia, as well as Cerro Corona in Peru, have been certified. Our remaining mines will undergo certification in 2020.

The benefits of ISO 45001 are:

- Adoption of a more integrated approach to health and safety management, encouraging company leaders to drive improved performance and management instead of delegating this responsibility to safety managers
- A focus on identifying potential risks and implementing preventative measures (rather than just dealing with safety hazards)
- Inclusion of suppliers and contractors in the management of health and safety

We continued to prioritise identifying and addressing the risks that lead to material unwanted events (MUEs) in line with the ICMM's critical control management approach. Controls are in place for all identified MUEs and, in line with previous commitments, we completed the independent verification of these critical controls of the highest priority MUEs during the year, which include:

- Tailings storage facility incidents
- Hazardous materials spillages and exposure
- Heavy and light vehicle incidents
- Slope instabilities in open pits
- Fires and explosions

Group safety programmes

The Group Safety Leadership forum, chaired by Stuart Mathews, Executive Vice President: Australia, saw the need to:

- Develop a culture of safety leadership within the organisation and firmly embed safety management as a line management responsibility
- Provide appropriate mechanisms to engage employees on safety and equip them with the necessary skills to consistently achieve safe outcomes
- Ensure the deployment of fit-for-purpose management systems that are aligned to a critical control management approach and are certified to the ISO 45001 standard

A Courageous Safety Leadership (CSL) programme was adapted from industry best practice through generous sharing

by fellow ICMM members. The programme equips employees with practical tools to become safety leaders, and fosters an environment in which individuals feel empowered to speak out about unsafe behaviours.

During 2019, a dedicated CSL safety leadership training package was developed and rolled out to the Board of Directors, management and a cross-section of employees. Training will continue in 2020, and will also be made standard for all new employees. We are also extending our Australian behaviour-based programme, Vital Behaviours, to entrench the right safety behaviours and choices across the entire business.

Innovation and technology to ensure greater employee safety

One of the key drivers behind the further mechanisation of operations is to improve the safety of employees. Dedicated senior innovation and technology (I&T) leadership teams were established in all regions to drive initiatives that will improve cost, safety and productivity. During 2019, the telecommunications infrastructure at all our mines was upgraded to improve connectivity and real-time information.

A range of new technology systems were also rolled-out to improve safety, including people tracking, collision avoidance and traffic management. Vehicles at our Australian mines have on-board systems that collect real-time data on, *inter alia*, driver behaviour, which can be used to highlight potential opportunities for improvement. In Peru and Chile, vehicles are fitted with systems to detect driver drowsiness.

Technology at Granny Smith, which allows for real-time monitoring of people underground, immediately notifies them of an emergency so they mobilise to refuge chambers quickly. Safe arrival at the refuge chamber is automatically logged. Tests conducted to date indicate that there has been a 50% reduction in the time taken to account for all personnel working underground.

OCCUPATIONAL HEALTH AND WELLNESS

Gold Fields' workforce may be exposed to occupational health and wellness risks associated with Silicosis, Tuberculosis (TB), Noise-Induced Hearing Loss (NIHL), Diesel Particulate Matter (DPM), among others. The extent to which our employees are exposed to these risks differ from mine to mine because of the diverse nature of our operations, which includes both underground and open pit mines.

We comply with all occupational health regulations and, in countries where regulations have not yet been promulgated, follow industry best-practice standards. We are further guided by our goal of zero harm, and consider the protection of employee health and wellness a fundamental human right.

Health programmes remain a focus area at the South Deep mine due to the heightened health risks associated with deep-level underground mining, as well as the prevalence of many chronic diseases as a result of the relatively poor socio-economic conditions in the country. However, we are seeking greater collaboration on health within Gold Fields, and a strategic framework for occupational health and wellness is currently being developed.

DIESEL PARTICULATE MATTER

Employees working with machinery in confined underground spaces, as well as those operating diesel-powered vehicles, are at risk of being exposed to DPM.

The occupational exposure limit (OEL) for DPM has not yet been promulgated by the South African regulator, but we align with an industry best practice limit of 0.16mg/m³ used by mines in Australia and North America. Measurements are undertaken over a time-weighted exposure as they impact nearby workers. We aim to have 95% of all samples measure below this limit by 2024. DPM results above the 0.16mg/m³ limit regressed to 13% in 2019 from 11% in 2018.

We only purchase new machinery that falls into the tier 3 and 4 category for DPM – these machines have new-generation engines that only use low-sulphur diesel and produce less emissions. Going forward, all new machines purchased by South Deep will be tier 4.

South Deep continued testing DPM filters, which will be fitted to those vehicles that emit the highest levels of DPM (load haul dumpers, dump trucks and utility vehicles). Initial tests done on the surface indicated an approximate reduction of 50% with the first unit. Over the next two years, these DPM filters will be retrofitted to all vehicles.

Filtration of equipment in Australia is a key component of the strategy for managing DPM in the underground mines. The strategy also requires a number of additional controls to be in place including maintenance schedules, ventilation requirements, operator training, monitoring protocols and corrective action processes for any exceedances of the OEL. Exceedances of the current OEL in the Australian mines are rare, showing that the current strategy is appropriate and effective.

Open-pit mines in Ghana and Peru pose a lower risk – at Cerro Corona, exposure levels and concentration of personal and area DPM samples are insignificant. Ghana recorded average concentration of 0.032mg/m³, which is below the regulated exposure limit of 0.16mg/m³.

As part of our drive to improve our management of DPM, we are working with the ICMM and its member companies on the Innovation for Cleaner, Safer Vehicles (ICSV) programme. This initiative engages original equipment manufacturers (OEMs) to accelerate the development of mining vehicles that minimise DPM, reduce greenhouse gas (GHG) emissions and minimise vehicle accidents. Our CEO, Nick Holland, currently chairs the ICSV advisory council.

NOISE-INDUCED HEARING LOSS

Noise from machinery puts employees at risk of developing NIHL, and is of greatest importance at South Deep. There were no new cases of NIHL recorded in Ghana, Australia or Peru.

During 2019, six new cases of NIHL were reported at South Deep (2018: four), and 1.3% (2018: 0.9%) of personal noise samples registered above the regulated occupational exposure limit of 85 dB(A). Despite these increases, we still met the industry regulators' 2024 milestones, in that all noise emitting equipment should be below 107 dB(A).

To reduce the risk of NIHL, South Deep continued its programme of providing employees with personally-moulded earplugs. In 2018, those employees with the highest exposure risk received earplugs and, in 2019, earplugs were provided to employees with the next level of exposure risk. The initiative will continue in 2020 to include all underground employees.

All new auxiliary fans purchased are fitted with silencers, and we continued to retrofit existing fans to ensure fan noise levels do not exceed 107 dB(A). We continue to work through the Minerals Council of South Africa to encourage OEM to produce quieter equipment.

HIV/AIDS

Managing HIV/AIDS remains an important issue at our South Deep mine and, to a lesser extent, our Ghanaian operations.

At South Deep, the prevalence rate of those living with HIV/AIDS is over 6.0% of the workforce (2018: 5.6%). There was an increase in the number of employees who tested positive for HIV/AIDS, 315 in 2019 versus 79 in 2018, mainly due to increased awareness as a result of wellness day campaigns, through which we encouraged all employees to know their status through voluntary testing.

Voluntary counselling and testing (VCT) is offered to prospective and permanent employees, including contractors, and 81% of the workforce underwent VCT during 2019. Free highly-active anti-retroviral therapy (HAART) is provided to HIV-infected employees, and there are currently 204 employees enrolled in this programme (2018: 326). The decrease is due to the retrenchments that took place during 2018 and 2019. Employees' dependants can also receive HAART via the Company's medical aid schemes.

In Ghana, where the national HIV/AIDS rate is approximately 2%, employees and contractors have access to a free, confidential voluntary counselling and testing programme. During 2019, 58% of the workforce participated in this programme. No positive cases were identified among employees. By 2019 year-end, Ghana had 10 employees on HAART (2018: 10).



For more details on our regional health developments and performance, see our website at www.goldfields.com/health.

DUST, SILICOSIS AND TUBERCULOSIS

As per the South African mining industry regulations for silica dust exposure, 95% of all personal silica dust samples taken must be below time-weighted exposure of 0.05mg/m³ by 2024. By the end of 2019, 13% of the employee silica dust samples at South Deep exceeded this level, compared with 18% in 2018. This was mainly attributed to the progress made in improving engineering controls, such as improved dust allaying and automated footwall treatment in high risk areas, and continuing the roll-out of real-time dust monitors. Internal tip dust suppression systems have been installed at the three main intake areas. This will continue to be rolled-out to all other tipping areas at the mine.

During 2019, the number of Silicosis cases submitted to the health authorities decreased to five from eight in 2018, while the Silicosis rate per 1,000 employees declined to 1.26 from 1.72 in 2018. All employees diagnosed with Silicosis are initiated on a six-month course of TB prophylaxis. No South Deep employee who joined the mine after 2008 and had previously not been exposed to silica dust has contracted Silicosis.

Since 2014, Gold Fields, along with five other companies in South Africa, have been involved in negotiations with the legal representatives of former

mineworkers suffering from silicosis in the so-called “Silicosis class action case”. In May 2018, the companies and legal representatives reached an historic settlement in this matter, whereby the gold companies will contribute over R5.2bn (US\$400m) towards a settlement trust fund which will be used to pay compensation to all former mineworkers who are confirmed to have contracted silicosis during their time working on the mines. In instances where these workers may have passed away, their dependants will receive a benefit. This settlement was endorsed by the courts during 2019.

Gold Fields provided an amount of R297m (US\$21m) for its share of the settlement cost. An independent trust, the Tshiamiso Trust, was launched in January 2020 to commence the process of compensating qualifying beneficiaries.

During 2019, South Deep recorded 20 employees with Cardio-Respiratory TB (CRTB), compared with 15 in 2018, while the CRTB rate regressed to 5.02 per 1,000 employees from 3.23 in 2018. The increase was mainly due to the fact that certain employees, who had TB and were HIV/Aids positive, have now developed CRTB and Chronic Obstructive Airways Disease (COAD) as the impact of TB worsens. Four employees (three at South Deep and one in Tarkwa) were reported with COAD during 2019.

MENTAL WELLBEING OF EMPLOYEES IN AUSTRALIA

Fly-In, Fly-Out (FIFO) workers at Australian mining camps have been identified as being potentially at-risk for mental health issues. A particular challenge lies in the stigma attached to speaking up about mental health issues, which can prevent an individual from seeking help.

The programmes at our four Australian mines seek to address this challenge by encouraging employees to identify and assist colleagues who may be at risk. Our efforts this year included:

- “Mates in Mining” mental health and suicide prevention initiative. A number of employees were trained to identify mental health issues and facilitate early interventions — at our St Ives mine about 5% of employees volunteered for additional training
- Participation in the national “R U OK?” programme, which gives people practical tools to start a conversation with those who may be in crisis, which can facilitate timely interventions
- Mental health first-aid training for employees at our Gruyere mine

Australia also includes mental health in its business risk assessments to ensure adherence to controls designed to prevent and mitigate risks associated with mental health.



Sampling at a TSF at our Granny Smith mine in Australia

Responsible stewardship of the **environment**

- Environmental stewardship
- Energy management and climate change
- Water management
- Tailings and waste
- Mine closure

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Employee overlooking an old pit at the Granny Smith mine in Australia

ENVIRONMENTAL STEWARDSHIP

Gold Fields is committed to responsible environmental stewardship, and we seek to improve those areas surrounding our operations and limit the impact on our host communities. To facilitate this, Gold Fields has four Group environment-related policy statements – on environmental stewardship, climate change, materials and supply chain stewardship and water stewardship – and six guidelines on energy and carbon, water management, tailings management, integrated mine closure, biodiversity and environmental incident reporting.

In our approach to environmental stewardship, we also consider external

standards, as well as local legislation, supported by risk management, internal policies and strategic priorities. Additional local priorities are identified through stakeholder consultation.

Except for Cerro Corona, which does not use cyanide, all our managed mines are certified in terms of the International Cyanide Management Code, which prescribes how to transport, store, treat, use and dispose of cyanide. Our operations are recertified every three years and identify and address potential gaps in advance. The Asanko mine is considering formal certification in 2020. All our mines, except Gruyere, are currently certified to the ISO 14001

(2015) environmental management standard. Gruyere aims to be certified to the standard in 2020 after a successful readiness review in 2019.

A Group environmental, health and safety scorecard, which includes leading and lagging indicators common to the Group, was finalised in 2019. This scorecard, which will be customised by each mine during 2020, aims to further improve our performance in these areas at an operational level.

For details of our environmental management approach, policies and guidelines go to www.goldfields.com/sustainability.php.

Group environmental performance

	2019	2018	2017	2016	2015
Environmental incidents (Level 3 and above)	0	2	2	3	5
Water withdrawal (Gℓ) ¹	22.3	21.2 ⁴	33.0	30.3	35.2
Freshwater withdrawal (Gℓ) ¹	14.2	14.5	14.8	10.2	
Water recycled/reused (% of total)	68	66	57	59	55
Electricity purchased (TWh) ¹	1.25	1.28	1.37	1.40	1.32
Diesel consumption (TJ) ¹	6,973	6,599	6,765	6,608	6,930
Scope 1-3 CO ₂ emissions (kt) ^{2,3}	1,941	1,852	1,959	1,964	1,753
Mining waste and tailings (Mt)	189	190	212	187	167
Gross closure cost estimate (US\$m)	436	400	381	381	353

¹ The numbers disclosed only include Gold Fields' managed operations, as head offices are not considered material

² The CO₂ emission numbers include head offices and comprise Scope 1, 2 and 3 emissions

³ Scope 1 emissions are those arising directly from sources managed by the Company, Scope 2 emissions are indirect emissions generated in the production of electricity used by the Company, Scope 3 emissions arise as a consequence of the activities of the Company

⁴ Significant drop due to the change in definition of water withdrawal to exclude diverted water

Environmental incidents

In 2019, for the first time, Gold Fields recorded no serious environmental incidents (Level 3, 4 or 5). While we have had no Level 4 or 5 incidents in over a decade, our Level 3 incidents have gradually declined over the years, and dropped from two incidents in 2018 to zero in 2019. No Level 3 to 5 incidents remain a key environmental target included in our Group Balanced Scorecard (BSC), and our mines have been making good progress with a

renewed focus on environmental management, as well as greater integration of these issues into operational management and community engagement.

A clear benefit of achieving zero Level 3 to 5 incidents is improved relations with those communities adjacent to our operations. During 2019, our community grievances relating to the Cerro Corona mine in Peru and Damang mine in Ghana – where we had two Level 3 incidents in 2018 – declined by 47% to 37 and 10% to 20, respectively.

Going forward, our focus remains on avoiding all Level 3 to 5 incidents and reducing Level 2 incidents to assist in preventing more serious damage. In comparison to 2018, we experienced a significant 46% decrease in Level 2 environmental incidents to 37 during 2019. Our Ghana mines made substantive progress in this area, particularly around blasting and vibration management. Of the 37 Level 2 environmental incidents reported in 2019, 95% were related to blasting and vibrations (23) and loss of containment or spillage (12) type incidents.

ENVIRONMENTAL STEWARDSHIP continued

Group environmental incidents¹

Year	Level 2 incidents	Level 3 – 5 incidents
2015	67	5
2016	131	3
2017	83	2
2018	68	2
2019	37	0

¹ Levels 1 and 2 involve minor incidents or non-conformances, with negligible or short-term limited impact. A Level 3 incident results in limited non-conformance or non-compliance that result in ongoing but limited environmental impact. Level 4 and 5 incidents include major non-conformances or non-compliances, which could result in long-term environmental harm, with company or operation-threatening implications and potential damage to company reputation. Our operations also align with all regulatory environmental reporting requirements in their countries of operation

Conserving biodiversity

Our Group Biodiversity Guideline, updated in 2019, ensures that we address potentially adverse impacts on biodiversity on our mine properties through the application of mitigation measures and integrated land management practices.

We commit to contribute to the conservation of biodiversity, and specifically:

- Neither mine or explore in World Heritage sites, and design and operate our mines in a manner which does not compromise the biodiversity value of any protected area
- Achieving no net loss of biodiversity for all new projects or major expansions on existing sites

In achieving this, we will engage with stakeholders and consider climate change mitigation and adaptation or resilience efforts. The profile of biodiversity management within Gold Fields has increased materially now that we have received approval to construct a mine at Salares Norte in northern Chile. The environmental approval was, amongst others, dependent on our protection of the habitat of endangered Short-tailed Chinchilla found in the area. During 2019, with the help of academic and government environmental experts, we continued improving the baseline information on the Chinchilla, and are preparing for the relocation of 25 Chinchilla before construction begins on the project.



Revegetation at a disused TSF at the Tarkwa mine in Ghana

ENERGY MANAGEMENT AND CLIMATE CHANGE

Energy management

Amid rising energy costs, the increasing depth of our underground mines and longer hauling distances at our open pits, our integrated energy and carbon management strategy focuses on ensuring security of supply, improving energy efficiencies and reducing the cost of energy while, at the same time, decarbonising our operations and building resilience against climate change.

Gold Fields' total energy spend, which combines the Group's electricity and fuel spend, accounts for a significant portion of our operating costs. During 2019, this amounted to 20%, down from 22% in 2018, representing 17% of our All-in sustaining costs (AISC) (2018: 15%). Energy remains the second largest cost item in the Group after human resources costs.

Given the reliance of the Group's operations on energy supply, in 2017 we updated our 2013 strategy and set a number of aspirational goals for 2020, including:

- Ensure that energy security is not one of the top 10 Group risks
- Realising 5% – 10% energy savings off our annual energy plans each year
- Achieving 800kt CO₂-e of cumulative carbon emission reductions between 2017 and 2020, equivalent to a 17% reduction in carbon emissions each year

Gold Fields has an energy and carbon management strategy supported by operational plans that are aligned to the global ISO 50001 energy management standard. The key pillars of these plans are to reduce the Company's diesel usage by:

- Switching from diesel-generated to cleaner gas-generated electricity
- Increasing the use of renewables by our operations
- Improving energy efficiencies
- Rolling-out training and awareness programmes

By March 2020 our Cerro Corona, Damang and Tarkwa mines were certified to the ISO 50001 standard. We aim to have all our operations certifiable to the standard by 2020. This year, we will be updating our strategy with 2023 goals.

Over the years, we have worked to create energy independence for our mines. Supply from utility grids remained at about

50% of our electricity consumption in 2019, with four of our nine mines supplied through the grid – these are the energy intensive South Deep, St Ives, Cerro Corona and Asanko mines. The remainder have on-site power plants managed by independent power producers (IPPs), who have long-term supply agreements with the mines. This contrasts with the position in 2015 when all of our electricity was grid-based.

During 2019, Gold Fields further distanced itself from the use of carbon-intensive energy sources and, for the first time, started using renewable energy to power our mines. While renewable power accounted for only 1% of our energy mix in 2019, it is becoming increasingly important. With this in mind, we expect that by the end of 2020 renewable sources will supply about 10% of the energy requirements of our mines in Western Australia – 2% of the Group total.

In August 2019, Agnew became the first mine in our portfolio to be supplemented with solar energy when it connected to an on-site 4MW solar farm. Five wind turbines, providing an additional 18MW, will be added to the system by mid-2020, as will a 13MW battery energy storage system. By end-2020, Agnew will become one of the first gold mines in the world to receive over 50% of its energy requirements from renewable sources, with the remainder of its electricity needs being supplied by a gas plant. Granny Smith integrated 8MW of on-site solar energy into its power system in Q1 2020, alongside a 2MW battery energy storage systems and a gas power plant.

In South Africa, we are engaging with government to develop a 40MW solar power plant at our South Deep mine, while our Ghanaian mines are set to complete assessments for solar and battery power this year.

Gold Fields remains committed to its goal of 20% renewable energy generation over the life-of-mine at all new mines, including at its newly approved Salares Norte mine in Chile, which is planning to realise an initial 15% of electricity generated from solar photovoltaics (PV) when it becomes operational in 2023.

Together with our 2019 IAR, we are publishing our second climate change report that is aligned with recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) Report. The report provides details on our climate change risks, opportunities, strategies, policies and performance trends. Our TCFD Report 2019 can be accessed on our website at www.goldfields.com/integrated-annual-reports.php.



For more details on our energy management approach, policies and guidelines, visit www.goldfields.com/energyandclimatechange.



For more details on our regional energy and climate change developments and performances see our website at www.goldfields.com/sustainability.

ENERGY PERFORMANCE

Total energy consumption increased by 7% in 2019, with 56% of the total comprising haulage diesel, 36% electricity and other fuels 8%, compared with a 54%/32%/14% split in 2018. Diesel consumption was up by 3% amid higher tonnes mined at our open pit mines, particularly Cerro Corona and Tarkwa, and Gruyere coming on stream in H2 2019.

Despite higher energy consumption in 2019, overall energy spend was marginally lower at US\$300m (2018: US\$302m), while energy spend per ounce of gold produced decreased to US\$134/oz (2018: US\$146/oz). This was due to higher Group production and lower diesel costs, excluding the net realised gains of US\$9m from our oil price hedges in 2019. Since June 2017, we have realised net gains of US\$35m from these hedges and new contracts have been entered into until December 2022.

In 2019, efficiency initiatives delivered 405TJ of energy savings, which resulted in long-term cost savings of US\$27m

ENERGY MANAGEMENT AND CLIMATE CHANGE continued

(US\$12/oz). Since the launch of our energy and carbon management strategy, Gold Fields has realised cumulative savings amounting to 2,090TJ in energy (3% of energy consumption during this period), equivalent to US\$119m in cost savings and avoiding 574t CO₂-eq in carbon emissions (7% of carbon emissions during this period).

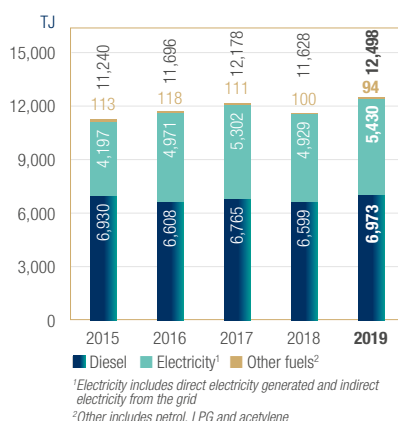
While energy efficiency initiatives have a dual benefit of improving energy productivity and reducing our carbon footprint, a number of our initiatives reduce our carbon footprint significantly without necessarily reducing our energy usage, such as fuel switching from diesel to gas.

We continue to implement energy efficiency initiatives, including:

- Switch from diesel electricity to gas-generated and renewable energy
- Process optimisations
- Retrofitting old light fittings with LEDs
- Optimising compressed air systems and new ventilation fans and controls

- Use of high precision drill rigs to minimise rework
- Use of fuel additives and various business improvement initiatives that optimise equipment energy consumption
- Use of larger trucks to move more material with better fuel efficiencies

Group energy consumption



Group energy spend and savings (US\$m)

Year	Total	Savings
2015	311	30
2016	289	11
2017	258	22
2018	302	29
2019	300	29

Climate change

In 2018, Gold Fields became the first South African mining company to endorse the recommendations of the Financial Services Board's TCFD and, in 2019, we published our first TCFD Report. That report serves as our baseline to monitor our climate change performance and replaces our previous submissions to the CDP (formerly the Carbon Disclosure Project), while we continue to submit our CDP Water report. Our 2019 TCFD Report is being released in conjunction with this IAR.

In 2019, failure to implement climate adaptation measures is among Gold Fields' top 10 Group risks. Every five years we review our vulnerability to climate change and update Group-wide strategies and programmes in response. The next review will take place in 2021.

Gold Fields' climate change programme specifically focuses on the assessment and mitigation of climate change-related risks, including energy management programmes to reduce emissions, monitoring of regulatory changes, ensuring water security and increasing reuse and recycling of water (p71).

We integrate assessment of climate-related risks and opportunities in project studies, operational and strategic planning.

The negative physical impacts of climate change are real and immediate, due to:

- The long-term risks posed by climate change to the Group's operations and surrounding communities
- Increasing efforts to regulate carbon emissions in most of our jurisdictions
- Taxes on non-renewable energy consumption increasingly imposed by governments

Group performance

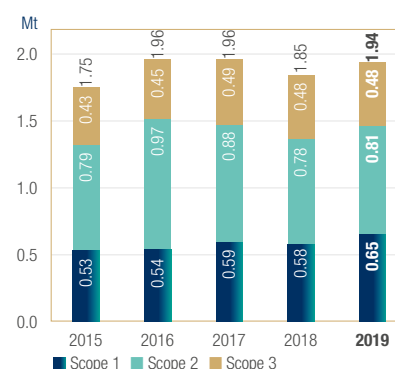
Our carbon emissions performance mirrors the energy usage trends at our operations. Total Scope 1 – 3 CO₂-e emissions during 2019 amounted to 1.94Mt, an increase from 1.85Mt in 2018, reflecting the increased diesel consumption resulting from higher production levels, as well as the inclusion of Gruyere for the first time.

We expect longer-term carbon emission reductions from the energy efficiency, fuel-switching and renewable energy projects we have in place at our mines.

The Agnew and Granny Smith renewable energy plants will initially reduce our carbon footprint by about 50kt CO₂-e per year.

Emission intensity, which is measured using Scope 1 and 2 emissions only, was slightly lower at 0.64t CO₂-e/oz in 2019 from 0.66t CO₂-e/oz in 2018 due to the higher gold production. In 2016, we set ourselves an aspirational target of reducing cumulative carbon emission by 800kt CO₂-e between 2017 and 2020. We reached 54% of these savings by end-2019 and are on track to achieve 75% of this target by the end of 2020.

Group scope 1 – 3 CO₂-e emissions



WATER MANAGEMENT

Three of the regions in which we operate, South Africa, Australia and Peru, are considered water stressed. Climate change impacts our operations and communities in a number of ways – severe rainfall, shifts in rainfall patterns and prolonged droughts, among others – and responsible and effective water management is increasingly critical to Gold Fields.

Not only will water scarcity or excessive rainfall adversely impact operations, as water is a vital resource for our mining and ore processing activities, it is also an essential need for our host communities – particularly where agriculture is an important economic activity. Managing our impacts on water catchment areas – by ensuring that we do not denude the quality or reduce the volume of water in areas around our mines – is therefore key to maintaining our social licence to operate.

During 2019, we updated the Group Water Management Guideline by incorporating the commitments of the ICMM Water Stewardship position statement. In November 2019, the Board SHSD Committee approved a new Water Stewardship Policy Statement, which highlights our approach to water management and covers the following topics:

- Ensuring security of water supply to our operations without compromising access for other users or the environment
- Regularly updating each operation's long-term mitigation plans to address water security risks, including those related to climate change
- Setting relevant water performance targets at each site, such as a reduction in freshwater use and maximising water recycling
- Ensuring all employees have access to clean drinking water and gender-appropriate sanitation and hygiene facilities at their workplace
- Engaging proactively and inclusively with stakeholders, especially those in our host communities, who could influence or be affected by our water use and discharges

Building on this, in early 2020 we finalised our 2020 – 2025 Group Water Stewardship Strategy, which includes regional water strategies and three-year management plans. The strategy has three objectives.

Our first objective is to be a water efficient operator, which requires that we reduce our demand for freshwater from the catchment areas as much as possible due to the probability of water supply shortfalls and the communities'

water requirements. We set the following targets to manage our water usage effectively:

- Reduce Group freshwater usage by an aspirational 3% – 5% per year by 2023. We achieved this in 2019
- Increase water recycling/fit-for-purpose reuse to an aspirational 70% by 2023. In both 2018 and 2019 we achieved, above the ICMM recommendation of 60%

Secondly, our objective is to adopt a proactive and risk-based approach to water management. As such, we are embedding water planning into core operational management, empowering informed management decisions and aligning water risk with resourcing over the life of our operations. This objective aligns with other key initiatives, such as integrated mine closure and minimising long-term closure liabilities.

Thirdly, we aim to work with stakeholders in the catchment area around our mines. This needs to be done with a focus on relevant key stakeholders and forums where collaborative water actions can be identified and realised. These approaches will be different in each region due to the nature of the community challenges and the local regulatory context.

In the short-term, our water management strategic objectives for 2020 comprise:

- Maintaining security of supply
- Effectively managing water at our operations
- Applying transparent corporate water governance
- Adopt catchment area approach to water management
- Collaborating with stakeholders, particularly host communities, to achieve responsible and sustainable water use
- Adopt a catchment approach to water management

GROUP PERFORMANCE

During 2019, Gold Fields spent US\$27m on water management and projects (2018: US\$32m). At an operational level, we continue to invest in methods to improve our water management practices, including pollution prevention, recycling and water conservation initiatives.

Predictive and dynamic water balances are in place at all operations, enabling us to account for water inputs and outputs. Water withdrawal¹ across the Group increased to 22.3Gℓ in 2019, including a total of 14.2Gℓ relating to freshwater usage. This increase was mainly due to the commissioning of Gruyere in 2019. However, water used

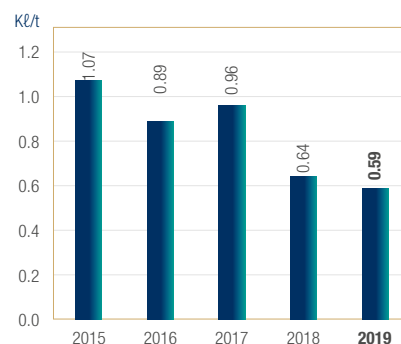
per tonne of ore processed continued its decline of the previous five years. Our total freshwater use reduced by 7.4% in 2019, or 1,125Mℓ, which is significantly higher than the planned reduction of 3%, or 415Mℓ.

Furthermore, we have set a target to recycle or reuse at least 65% of the water we use in our processes. In 2019, water recycled² or reused³ amounted to 47.6Gℓ (2018: 41.4Gℓ), or 68%, which is also above the 60% benchmark of the ICMM.

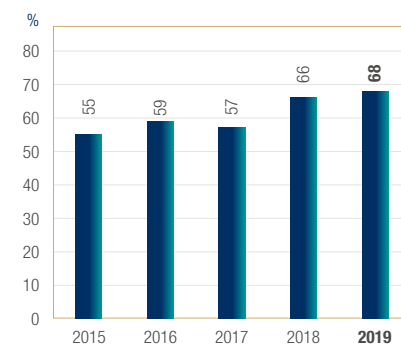
We benchmark water usage by participating in the CDP water disclosure programme, whose water score is an indicator of a company's commitment to transparency around its water risks. Pleasingly, in 2019 Gold Fields achieved an A- score in its water assessment, (one level below best performance) an improvement from the B- score achieved in 2018.

For details of our water management approach, policies and guidelines, as well as our adoption of the ICMM Water Stewardship Position Statement, go to www.goldfields.com/sustainability.php.

Water withdrawal per tonne processed



Water recycled/reused as percentage of total



¹ Water withdrawal is the sum of all water drawn into Gold Fields' operations from all sources (including surface water, ground water, rain water, water from another organisation or state/municipal provider) for any use at the mine

² Recycled water is water/waste water that is treated before being reused

³ Reused water is water/waste water that is re-used without treatment at the same operation

TAILINGS AND WASTE

Process plant tailings deposited in tailings storage facilities (TSFs) represent a significant waste stream produced by mines. By responsibly managing these wastes, we minimise their environmental and potential social impacts and demonstrate our commitment to maintaining our social licence to operate.

All operations have tailings management plans in place, including closure and post-closure management plans. After decommissioning, our TSFs are closed and rehabilitated in line with industry good practice. As at end-2019, our 11 operations – including our three JV sites, being the Asanko gold mine (AGM) in Ghana, Gruyere in Australia and Far Southeast (FSE) in the Philippines – contained 34 TSFs, of which 12 were active. During 2019, we commissioned the TSF at the new Gruyere mine and decommissioned TSF 3 at the Tarkwa mine in Ghana.

Of active TSFs, we have two in-pit TSFs (Agnew and St Ives), six downstream/centre-line TSFs, and four upstream TSFs.

Our mines in Australia and South Africa are located in relatively dry regions and limited amounts of supernatant water are stored in the facilities, significantly improving the overall stability of the facilities. In Ghana, Tarkwa's and Damang's TSFs are designed in accordance with industry best practice. We take extensive measures to confirm that the embankments remain stable throughout both the wet and dry seasons, and over the life of the facility.

Gold Fields is working with Lepanto Mining, our majority partner in the FSE project, to enhance risk mitigating measures for the TSF used by Lepanto Mining for disposal from its nearby gold mine. Since this TSF is located in a region prone to high seismic activity and frequent typhoons, Gold Fields and Lepanto Mining commissioned external consultants to undertake detailed hydrological, seismic and geotechnical reviews in support of improving the overall risk profile of the TSF.

Our technical teams continue to work with Asanko Gold, who manages AGM, to further strengthen risk assessment and governance of the lined and downstream-raised TSF.

Tailings depositions were 20% higher in 2019 than in 2018, amid generally higher production volumes, particularly at South Deep, and the commencement of mining at Gruyere.

Industry response to recent TSF failures

The mining industry's TSFs are in the spotlight following the catastrophic tailings failure at Vale's Feijão iron ore mine in Brumadinho, Brazil, in January 2019, which resulted in the deaths of 270 people. This follows the 19 fatalities during the Samarco TSF failure in 2015, also in Brazil, and significant environmental damage as a result of the Mt Polley tailings dam collapse in Canada in 2014.

After the Samarco incident, ICMM members developed a Tailings Position Statement in 2016 and approved a tailings aspirational goals roadmap in 2018. Gold Fields' Group Tailings Management Guidelines were aligned to the Position Statement in 2017 and strengthened with the inclusion of additional performance guidance and minimum assessment criteria in 2018.

Subsequent to the Brumadinho tragedy, ICMM members, UN Environment and the UN Principles for Responsible Investment established an independent panel of experts to develop a new international standard for TSFs. A public consultation review period for the first draft of a new Global Tailings Standard (GTS) ended in December 2019. It is expected that the new GTS will be finalised during 2020. Upon release, Gold Fields will carry out gap analyses of current TSF governance and operating practices against the new standard, and then commence work on closing identified gaps, where feasible.

The Brumadinho tragedy also prompted the Church of England Pensions Board, along with other investors and UN Environment Programme, to submit a request to hundreds of global mining companies. Gold Fields' extensive response to this information request can be found on our website at www.goldfields.com.

TSF governance and technical work

All Gold Fields' active TSFs are subject to an independent, external audit every three years – or more frequently where required by local circumstances or regulations – as well as regular inspections and formal reviews by independent Engineers of Record (EoRs). The last external expert review was completed in 2017 and concluded that Gold Fields complied with the ICMM's Position Statement and that its TSFs, which were well managed and designed, did not show any signs of instability.

Gold Fields has progressively been implementing several improvements identified by this review, including:

- Consideration of international seismicity design requirements in all jurisdictions
- Appointments of an EoR for all Gold Fields'-managed TSF
- Undertaking or updating dam break assessments
- Updating operating maintenance and surveillance manuals and emergency response plans

The next round of independent external audits commenced at the end of 2019 and is due for completion by mid-2020. We have also embarked on a programme to further improve operational safety of our TSFs, including moving away from the construction of upstream facilities to centre-line or downstream designs, where practical, consideration of filtered and dry stacked tailings, as well as in-pit tailings disposal. These initiatives will also be the subject of work at the ICMM to improve critical TSF controls and reduce tailings water content.

In line with this programme, we have implemented or are in the process of implementing the following actions at our operations:

- A new downstream TSF at Damang
- The use of filtered and dry stacked tailings at the new Salares Norte mine
- The increased use of in-pit tailings disposal in Australia (Agnew and St Ives)
- Increased use of tailings for underground backfill at the South Deep, Granny Smith and St Ives operations

- Improved governance over seepage control from TSFs through the installation of geomembrane liners. All our recently constructed TSFs are lined with either natural clay liners or geomembranes

In February 2019, the Gold Fields Board strengthened its oversight of the Group's TSFs through the introduction of quarterly TSF management reports, progressive implementation of continuous environmental and geotechnical monitoring, and increased external and independent verification. The Chairperson of the Board Safety, Health and Sustainable Development Committee visited all managed TSFs during 2019 and reported his satisfaction with their management to the Committee.

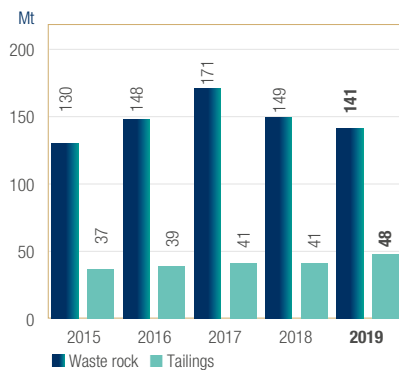
A new corporate position of Group Head of Tailings was also created and filled with a qualified and experienced geotechnical engineer.

The following activities are planned for 2020, many of which commenced in 2019:

- Implementation of a new TSF incident reporting standard
- Completion of the three-yearly independent external TSF audits
- Gap assessment of current TSF operating and governance practices against the new GTS
- Further rollout of real-time TSF geotechnical and environmental monitoring, including, for example, the use of the InSAR satellite scanning technology where practical
- Finalisation and approval of a new TSF Management Policy and new TSF technical guidelines

Waste management

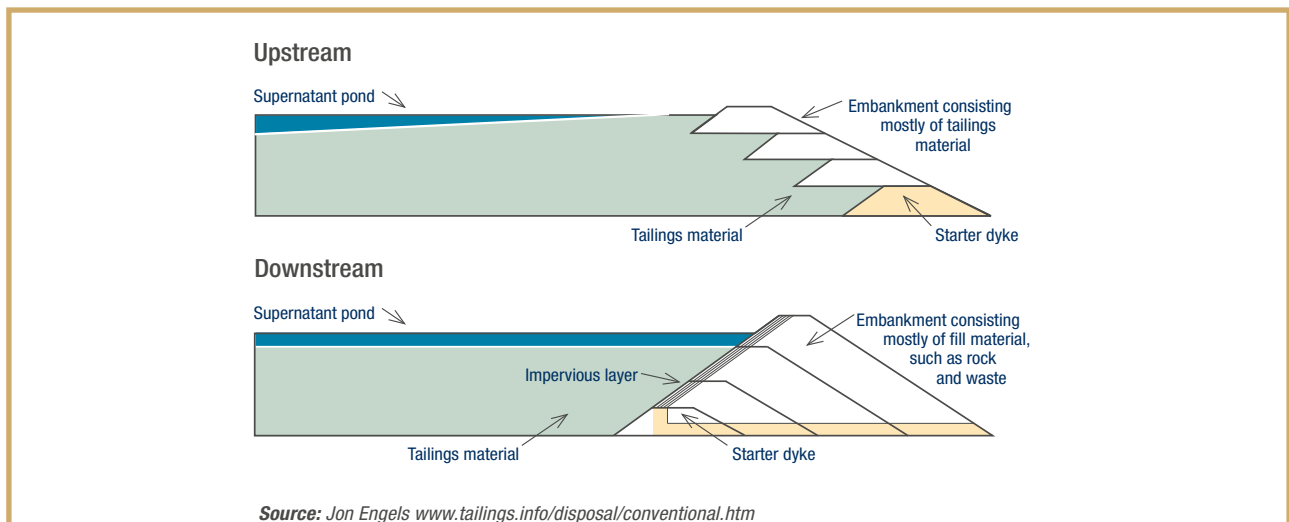
Group mining waste



Total Group waste rock mined decreased 5% in 2019, due to completion of the Gruyere mine construction and lower volumes from the Damang Reinvestment project.

Gold Fields has set a target to maintain general landfill waste mass (non-hazardous waste other than tailings and waste rock) at 2015 levels of 11.2Mt, by ensuring a reduction in the waste that reaches landfill through greater use of on-site waste separation and recycling. During 2019, however, the Group's landfill waste rose to 12.8Mt from 9.0Mt in 2018 as gold production picked up. The disposal of hazardous waste declined from 1.5Mt in 2018 to 1.3Mt in 2019, while the amount of metal and material recycled and reused dropped to 13.8Mt (2018: 20.0Mt). Half of all hazardous and non-hazardous waste produced by our mines was recycled or reused, mostly by external service providers.

Methods of tailings construction



Source: Jon Engels www.tailings.info/disposal/conventional.htm

With a downstream TSF, a new embankment raise is constructed, mostly with fill materials, in the downstream slope of the previous raise. The crest of the embankment thereby moves "downstream" or away from the centre of the dam. In upstream TSFs, each new embankment raise is constructed partially on the embankment immediately below and partially on the consolidated tailings beach adjacent to the embankment. The crest of the embankment thereby moves "upstream". The centre-line method is a combination of the upstream and downstream designs. When raised, material is placed on both the tailings and the existing embankment so the embankment crest is raised vertically. In-pit tailings disposal makes use of worked out open pits.

Backfilled tailings are stored underground in previous worked out voids. They are generally mixed with a binder, usually cement, and then pumped underground. Backfilling, where economically and technically viable has several advantages, including avoiding surface deposition, extraction of in situ pillars containing ore, improved underground support and reduced ventilation requirements because voids are filled.

TAILINGS AND WASTE continued

Mine closure

Sustainable and integrated mine closure continues to be one of Gold Fields' five key sustainability focus areas. We aim to reduce our environmental, community and social impacts, optimise our closure liabilities and, where possible, enhance asset values. All our mines have closure plans and closure cost estimates in place, which are reviewed and updated annually.

The Group's focus on progressive rehabilitation – the implementation of closure activities during the construction and operation of the mine – was further entrenched at our operations in 2019. Progressive rehabilitation presents many opportunities for mining operations, including strengthening relationships and credibility with regulators and stakeholders, reducing closure liabilities and achieving cost savings through:

- Utilising available equipment
- Eliminating the need for contractor mobilisation costs
- Utilising current resources, such as the environmental management team
- Potential tax savings
- Improving the rehabilitation knowledge base

Progressive rehabilitation opportunities, as identified in our mine closure plans, were embedded into our mines' 2019 business plans. Gold Fields sets targets for operations to achieve at least 75% of the progressive rehabilitation plans in 2019. Of our seven managed mines, excluding Gruyere, all managed to implement at least 78% of their plans with only South Deep, at 70%, falling short of target. In 2020 we aim to further intensify our progressive rehabilitation activities at our operations with more aggressive targets.

All our operations updated their 2019 closure cost estimates, which were externally assured. The funding methods used in each region to make provision for the mine closure cost estimates are:

- Peru – bank guarantees
- Australia – existing cash and resources¹
- Ghana – reclamation security agreements and bonds underwritten by banks along with restricted cash
- South Africa – contributions into environmental trust funds and guarantees

The total gross mine closure liability for Gold Fields increased by 9% to US\$436m in 2019, in part due to the closure costs relating to our new renewable energy plants in Australia.

A breakdown is provided in the table below:

Group closure estimates 2019 (US\$m)	2019	2018
Australia region ^{1,2}	198	178
West Africa region	106	100
Americas region ³	87	79
South Africa region	46	42
Group total	436	400

¹ Due to legislative changes introduced in Western Australia, there is no longer a legal obligation to have unconditional performance bonds in place for mine closure liabilities. Such liabilities for continuing operations are now self-funding. In addition, companies are now required to pay a levy to the state based on the total mine closure liability. This levy is 1% of the total liability per mine, paid annually. This levy goes into a state administered fund known as the Mine Rehabilitation Fund. Capital and interest from the fund will be used to rehabilitate legacy sites or sites that have prematurely closed or been abandoned

² Includes 50% of the total Gruyere closure cost estimate

³ Includes Salares Norte project conceptual closure cost estimate



View of the TSF at the Cerro Corona mine in Peru



How we deliver
value to **our**
communities and
governments

- Government relations
- Shared value creation in our communities
- Human rights

p76
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Pupils at one of the schools we sponsor near our Damang mine in Ghana

GOVERNMENT RELATIONS

As the issuers of mining licences, developers of policy and implementers of regulations, host governments are among Gold Fields' most important stakeholders. This first and foremost requires full adherence to all relevant legislation, including the payment of taxes and other levies. We are committed to working with governments at national, regional and local levels to establish sound and transparent working relationships that benefit the countries and host communities.

Gold Fields does not provide financial contributions to political parties and lobby groups unless explicitly approved by the Board of Directors in accordance with the Company's Code of Conduct. No political donations were made during 2019.

Gold Fields' tax strategy is to proactively manage tax obligations in a transparent, responsible and sustainable manner, acknowledging the differing interests of all our stakeholders. Our full tax strategy and policy can be found at www.goldfields.com/integrated-annual-reports.php.

Resource Nationalism

Many governments, particularly in developing countries, view the mining industry as an easy target for higher taxes and other fiscal and regulatory imposts, especially during tough economic times. In many of these jurisdictions, the legal and tax environments recently became less conducive to the long-term viability of the sector.

Among the countries in which Gold Fields operates, and those who have significantly raised the imposts on the mining sector, South Africa stands out. Governments in our other operating jurisdictions – Peru, Chile, Australia and Ghana – regularly raise the rhetoric against the industry.

At Gold Fields, a strong social licence to operate is embedded in our societal value proposition and is a prerequisite for long-term value generation for governments and the communities living in close proximity to our mines.

Gold Fields, on its own and in conjunction with its peers, sought to address the trust gap that exists between government and miners in a number of ways, including the following:

- Over the past three years, Gold Fields consistently created between US\$2bn and US\$3bn in total annual value for our wide range of stakeholders – accounting for around 90% of revenue on average (p08)
- Gold Fields is actively promoting host community employment and procurement in an effort to strengthen its social licence to operate. In 2019, about 33% of our total value creation benefited host communities through these initiatives (p81)
- We are working with international mining bodies, such as the ICMM, to promote industry-wide best practice and showcase the benefits that a responsible and fairly regulated industry can bring

During 2019, we conducted independent resource nationalism assessments in Ghana and Chile. These assessments provided insight into the political environment in these countries, as well as the likelihood of future fiscal and other regulatory actions against the mining sector. Most critically though, the assessments also provided valuable input on how to increase trust and confidence among governments and communities. Among the key proposals were:

- Strengthened engagement with governments at all levels, as well as host communities
- Continued roll-out of Shared Value projects that benefit host communities, in particular those that create jobs in these areas
- Improved communication on the socio-economic benefits of mining for host countries and host communities

Our regions have started acting on these recommendations and are seeking to work with our mining peers in these countries on enacting others.

AMERICAS REGION

Our engagement in Peru is focused at local, regional and national government levels to address operational, social and sustainability matters. A business-friendly national government is in power in Lima, and our engagement with the relevant departments is largely carried out via the National Chamber of Mines, Oil and Energy, especially on regulatory matters. Gold Fields Peru's legal stability agreement, signed with the Peruvian government in 1997 to facilitate the build-up of our Cerro Corona mine,

expired during 2017. Gold Fields is now subject to the same taxation regime as the rest of the mining sector in the country.

Despite the political uncertainty in Peru during 2019, such as the change in the presidency and the closing of parliament, overall we had good working relationships with various national ministries and have entered into a number of agreements. Traditionally, regional and local-level officials in the Cajamarca province, which is home to our Cerro Corona mine, have adopted anti-mining strategies and policies, reflecting wider public sentiment among communities. However, a more business-friendly government was elected in 2018, which has stressed the need to build trust between mines and communities. This made it easier for us to enter into five formal agreements with government entities to develop agricultural projects and combat violence against women in our communities, among other projects.

In 2019, we also intensified our engagement activities following our tailings leak in December 2018, which received wide publicity in the Cajamarca province and led to protest action at the mine despite having a negligible impact on the environment. It has also expanded our area of influence to communities downstream of our mine, including the Bambamarca municipality. The extension of Cerro Corona's life-of-mine to 2030 will also require more long-term community investment programmes and strategies. In the run-up to national and regional elections in 2020 and 2021, we expect anti-mining rhetoric among politicians to intensify.

AUSTRALIA REGION

The engagements in Australia are primarily focused at state and local government levels to address economic and sustainability matters.

The Labour State Government in Western Australia is pursuing a broad-ranging legislative reform initiative aimed at improving regulation and regulatory practice to encourage investment in the region. A key component of this agenda is the proposed reform of environmental approvals in the mining sector, through the wholesale amendment of the Environmental Protection Act 1986. A discussion paper and exposure draft bill have been published, and are expected

to progress during 2020, with Gold Fields continuing to participate in the review process through the Chamber of Minerals and Energy (CME).

The current framework for the protection of Aboriginal heritage in Western Australia is also the subject of a four-stage review and public consultation process, which is expected to result in the replacement of the existing Aboriginal Heritage Act. It is expected that this new legislation will result in a more efficient process for industry, while addressing key cultural requirements. Gold Fields has provided feedback to the first stage of this process.

The state government has also progressed a comprehensive reform of workplace safety laws, which are intended to replace the existing parallel regimes for general workplaces and mine sites with a single law, and specific regulations for general industry, mining and petroleum. One of the main features of the proposed new legislation is the introduction of two new offences of corporate manslaughter, carrying a maximum penalty of 20 years' imprisonment for an individual and a fine of up to A\$10m for a corporation. Gold Fields is participating in the public consultation process through the CME.

On 1 January 2019, the Modern Slavery Act 2018 came into force, requiring companies with an annual turnover of A\$100m to report on their actions to ensure transparency in their supply chains, including the steps they are taking against modern slavery. Gold Fields published a voluntary statement in February 2020 (providing its preliminary assessment of human rights risks in our supply chain) and is required to publish its official statement by June 2021. We have also provided our suppliers with a toolkit on the Act.

WEST AFRICA REGION

In March 2016, Gold Fields Ghana entered into a Development Agreement (DA) with the government of Ghana for both the Tarkwa and Damang mines. The highlights of the agreement, which comes into effect if we spend US\$500m at each of the two mines (over an 11-year period for Tarkwa and a nine-year period for Damang), include a reduction in the corporate tax rate from 35% to 32.5% and a sliding scale royalty tax based on the gold price. The US\$1,384/oz average gold price our mines received during

2019 attracted an average royalty of 3.6% in terms of the formula.

The DA does not apply to the Asanko Gold Mine (AGM), in which Gold Fields acquired a 45% stake during 2018. However, this transaction and our US\$340m investment in Damang illustrate the confidence we have in Ghana's fiscal and regulatory framework.

Another commitment by Gold Fields was funding the construction of the 33km road between Tarkwa and Damang at a cost of US\$27m. This project was handed over to the Ghana Highway Authority in July 2019 and brings numerous social and economic benefits to the estimated 100,000 community members living near the road. Further projects in the area are under consideration.

The DA has cemented our status as one of the largest contributors to the country's fiscus. In 2019, Gold Fields paid over US\$116m in direct taxes, royalties and dividends to the government of Ghana (2018: US\$90m). The government holds a 10% interest in the legal entities controlling our Tarkwa and Damang mines.

Ahead of national elections this year, we expect resource nationalism to feature in the rhetoric by political parties. We are working directly and through the Ghana Chamber of Mines to illustrate the benefit responsible mining brings to the country. The Chamber also continues to engage government on the proposed requirement to sell a portion of gold produced for local refining and value-addition purposes.

SOUTH AFRICA

From a regulatory perspective, Gold Fields' South Deep mine is guided primarily by the Mineral and Petroleum Resources Development Act (MPRDA). One of the key requirements of the MPRDA, which Gold Fields supports, is to facilitate meaningful and substantial participation of Historically Disadvantaged South Africans (HDSAs) in the mining industry. To provide guidance on this open-ended requirement, the Mining Charter, as drafted by the South African Department of Mineral Resources and Energy (DMRE), provides for a range of empowerment actions and community investment programmes with a corollary time frame. In terms of the Mining Charter, all mining rights holders are required to submit an annual compliance assessment

to the DMRE on progress made against the annual targets in the Charter. Gold Fields continues to comply with this process.

The DMRE published Mining Charter 3 in September 2018. The Minerals Council South Africa (MCSA), which represents the industry, considers most aspects of the Charter a framework within which the industry can live. There are, however, critical areas over which Gold Fields and the industry has very deep concerns, namely that the Charter does not fully recognise the black economic empowerment (BEE) ownership credentials of previous BEE transactions. This is also applicable to not only new mining right applications, but also in respect of mining right renewals and transfers of these rights. Such a requirement has a severely dampening effect of the attractiveness of South African mining in the eyes of investors and appears also a breach of the MPRDA, but also a court declaratory order, which supported the so-called "once empowered, always empowered" principle. During 2019, the DMRE was granted leave to appeal the declaratory order.

The MCSA continues to engage with the DMRE to resolve the concerns around the Mining Charter 3, it has also filed an application in March 2019 for a judicial review and setting aside certain clauses of the Charter.

Gold Fields supports achieving a solution that is viable to support economic growth and transformation while, at the same time, fostering a sustainable mining industry in South Africa in which investment is encouraged and rewarded.

While the renewal of South Deep's mining licence is only due in 2040, we are concerned by the prospect of having to renegotiate our licence under completely different circumstances to those that prevailed when the licence was awarded in 2010. We believe that our current BEE ownership level of 35% meets the principles and spirit of the original Mining Charter, and has created the framework for the ongoing transformation of South Deep.

GOVERNMENT RELATIONS continued

Mining Charter Scorecard

All mining rights holders in South Africa (including South Deep) are required to submit an annual compliance assessment to the DMRE on progress made against the annual targets in the Mining Charter.

Gold Fields reviewed its 2019 performance against Mining Charter 3 (MC3). South Deep's 2019 scorecard, which is detailed on this page, illustrates Gold Fields' achievements against the Charter. In aligning with MC3, South Deep conducted a gap analysis against the scorecard guidelines released by the DMRE in December 2018, though there are still some areas of uncertainty and ongoing consultations between the DMRE and the MCSA.

As part of its obligations under its mining licence, South Deep also submits a five-year Social and Labour Plan (SLP). The SLP includes projects benefiting communities that are impacted by mining, both in host communities and labour-sending areas. An SLP requires the mining industry to develop and implement comprehensive skills and human resource development (including employment equity plans and facilitated home ownership) and mine community development.

A draft SLP for the period 2018 to 2022 was submitted to the DMRE in December 2017 — and resubmitted in August 2018 — and approved for implementation in 2019. The SLP outlines future financial commitments of over R283m (US\$20m), with the bulk of this — R258m (US\$18m) — being dedicated to human resource development programmes, including learnerships, bursaries and skills development, for both the workforce and members of our host communities. Of the mine community development commitments, R17m (US\$1.2m) is targeted at our host communities in Westonaria and R8m (US\$0.6m) at communities in labour-sending areas, particularly the Eastern Cape.

The SLP is published on our website at <https://www.goldfields.com/pdf/operations/south-deep-spl/south-deep-spl.pdf>.

SOUTH DEEP

Element	Description	Compliance target
Ownership	Representation of HDPs	26%
Inclusive procurement	Inclusive procurement	70% of mining goods' procurement spend must be on South African manufactured goods (60% local value = South African manufactured goods)
		80% of service procurement spend must be sourced from South African based-companies
		Research and development (R&D)
		Sample analysis across the mining value chain
Employment equity	Board	% Black persons
		% Black women
	Executive management	% Black persons
		% Black women
	Senior management	% Black persons
		% Black women
	Middle management	% Black persons
		% Black women
Junior management	% Black persons	
	% Black women	
Employees with disabilities	1.5% of all employees	
	Core and critical skills	HDPs represented in Core and Critical Skills pool
Human resources development (HRD) ²	HRD expenditure as % of total annual leviable amount (excluding mandatory skills development levy)	5% leviable amount
Mine community development (MCD)	Meaningful contribution towards MCD with bias towards mine communities both in terms of impact, and in keeping with the principles of the social licence to operate	100% compliance with approved SLP, MCD commitments
Housing and living conditions ²	Improvement of the standard of housing and living conditions of mine employees	100% compliance with commitments per the H&LCS

BEE – Black Economic Empowerment
HDP – Historically Disadvantaged Person
H&LCS = Housing and Living Condition Standard

MC3 2019 SCORECARD

Five-year implementation plan requirement	Year1 (2019) target		Measure	Year ¹ (2019) progress
	Target	Gold Fields target		
			Meaningful economic participation	35%
			Full shareholder rights	
Yes	10% (local content verification not required for years 1-3)	80%	The total mining goods procurement budget must be spent on South African manufactured goods produced by the following categories, per defined percentage:	
			21% on HDSA-owned and controlled company	32%
			5% on women or youth-owned and controlled company	2%
			44% on BEE compliant company	57%
	70%	70%	The total services budget must be spent on services supplied by following categories, per defined percentage:	
			50% by HDPs	42%
			15% by women-owned and controlled company	14%
			5% by youth-owned and controlled company	0%
			10% by BEE compliant company	73%
			Minimum of 70% of the total R&D budget to be spent on South African-based R&D entities	100% (R200,000)
			Utilise South African-based facilities or companies for the analysis of 100% of all mineral samples	100% (29,611 samples)
Yes		67%	50%	67%
		33%	20%	33%
		67%	50%	67%
		33%	20%	33%
		41%	60%	31%
		12%	25%	6%
		58%	60%	52%
		21%	25%	19%
		66%	70%	71%
		17%	30%	22%
		0.7%	1.5%	0.4%
		75%	60%	71%
			Invest percentage of leviable amount as defined in the HRD element in proportion to applicable demographics	The percentage of HRD spent against payroll is currently at 6%. South Deep is in the process of reviewing its accounting and HRD systems to allow for more granular reporting as required by MC3.
Yes		N/A	Publish the SLP in two languages (dominant community language and English)	Yes
			Implement all approved commitments in the SLP ³	Nine projects are included in the approved SLP. As at the reporting date, South Deep: <ul style="list-style-type: none"> – had commenced with the implementation of two projects, the Lima agricultural project in the Eastern Cape and an SMME hub in Westonia – was in different implementation stages for five projects, given each of the project's planning phase – had not commenced with the implementation of two projects. In terms of the five year SLP, completion of the projects is due in 2022
	N/A. H&LCS published in Q4 2019	1:1 person to room ratio	Implement all commitments per the H&LCS	The mine has a comprehensive housing strategy in place, which is currently being reviewed to ensure alignment with the H&LCS for the mining industry. The applicable ratio in high density accommodation was 1:1

¹ The column records the mining rights holder's performance against the Mining Charter scorecard targets

² The element has not been assured externally

³ Only the number of Community Development Commitments and its progress were externally assured

SHARED VALUE CREATION IN OUR COMMUNITIES

Host communities are one of Gold Fields' most important stakeholder groups – their support underpins our social licence to operate which, in turn, impacts our ability to generate sustainable value. Our Group Stakeholder Engagement and Relationship Policy Statement sets out our commitment to building positive relationships with our host communities through open, honest and transparent engagement.

For details of our community relations and stakeholder engagement approach, policies and guidelines go to www.goldfields.com/sustainability.php

Host communities are defined as those people who live within the vicinity of our operations, who have been or could be directly affected by our exploration, construction or operational activities, and have a reasonable expectation of the duties and obligations of the mining operator. Each of our operations identifies their host communities to secure both their legal mining and social licence to operate.

At Gold Fields, a strong social licence to operate is embedded in our Group Societal Acceptance Charter and is a prerequisite for generating long-term value for stakeholders. This approach is underpinned by building strong relationships and trust, creating and sharing value, measuring our actions and input and delivering against our commitments.

SHARED VALUE CREATION IN OUR COMMUNITIES

We believe that by far the greatest socio-economic benefit our operations can have is to create value in the communities that they impact, by addressing their priority needs of:

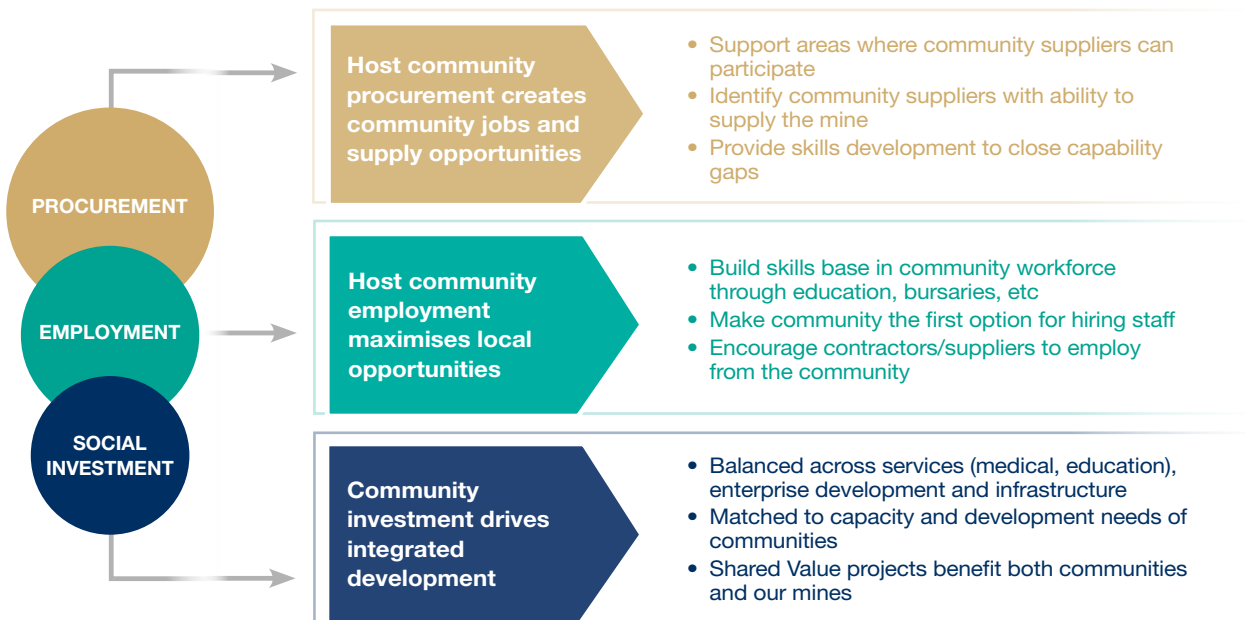
- Infrastructure, such as roads, healthcare and water facilities
- Jobs, particularly for youth
- Skills and enterprise development
- Environmental rehabilitation

We aim to maximise the positive economic benefits of mining on our host communities, while avoiding or minimising the negative impacts thereof. Our social investment initiatives are guided by the principle of Shared Value, whereby we address business and social needs in a manner that creates value for both communities and our mines.

Our most critical Shared Value initiatives focuses on host community employment and host community procurement, as these support the economic development of communities and individuals, while also meeting our business needs. As miners, we can make a positive impact by localising procurement, creating jobs and upskilling workers. In addition, by using community investment spend to focus on social and economic development (SED), we can further address social needs in the regions where we operate as identified by the communities themselves.

The diagram below provides details of the three community-focused levers available to us:

FOCUS ON VALUE CREATION IN HOST COMMUNITIES



MEASURING OUR IMPACT AND RELATIONSHIPS

We conduct independent assessments in our regions that measure the strength of our relationships with our host communities.

Reflecting a positive upward trend in Company-community relationship at our operations, the headline findings of these assessments are reflected below. In 2020, we plan to commission independent

assessments of our community support again in Ghana and South Africa.

We furthered our independent measurement of our social return on investment (SROI) and shared value created to identify those investments that strengthen our social licence to operate and to inform future investment. Using our Group SROI methodology, an analysis was conducted on selected projects in Ghana, while Peru will undertake an SROI analysis in 2020.




Measuring value creation

During 2018 and 2019, we enhanced our understanding of the value created through SED investments, host community employment and host community procurement by quantifying the impact thereof. In total, our analysis indicated that of the US\$2.58bn in value created during 2019, US\$782m – 33% – remained with our host communities as shown in the graph below. Comparatively, in 2018, US\$687m, or 25%, of the US\$2.71bn in total value creation remained with our host communities. In addition, we are creating non-mining jobs through our community investments, which are also listed in the graphic below.

The percentages of national value creation remaining with our host communities differ per region – these are detailed in the regional reports at www.goldfields.com/sustainability. In summary, during 2019, the value creation that remained with our host communities were:

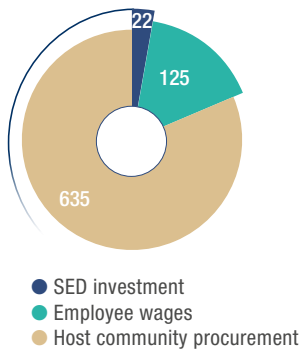
- **Peru:** 13% of US\$295m
- **Australia:** 25% of US\$984m
- **South Africa:** 29% of US\$286m
- **West Africa:** 51% of US\$810m

This, we believe, is significant and demonstrates that our mines are delivering ongoing economic benefit to the communities that host them.

Region	Description
 Peru	Community acceptance improved from 5% in 2012, to 7% in 2014, to 32% in 2016, and to 48% in 2019
 South Africa	Community support rose from 33% in 2015, to 52% in 2017, and (for three communities measured) to 62% in 2019
 Ghana	Strong community support with a relationship index of 73% at Damang and 78% at Tarkwa in 2015

GOLD FIELDS HOST COMMUNITY VALUE CREATION

The value we created in our communities in 2019:
US\$782m – 33% of total value creation



Benefits to host communities in 2019

- **US\$782m** in value creation through procurement, wages and SED spend, 33% of total
- **676** host community suppliers
- **10,950** host community jobs in the mine value chain, comprising:
 - **2,525** employees
 - **6,744** contractors
 - **1,177** suppliers¹
 - **504** non-mining jobs

¹ Excluding Peru and Australia, who have not started to measure this yet

SHARED VALUE CREATION IN OUR COMMUNITIES continued

Host community procurement

Our host community procurement programme guides us as we support those areas in our operations' procurement chains where community suppliers can participate. Host community procurement, if implemented effectively, holds benefits both for the communities in which we operate and for our mines themselves. This aligns with our focus on driving Shared Value.

Benefits to the community:

- Builds the capacity of local companies to take advantage of mining industry spend
- Provides employment and enhances the livelihoods of host communities through increased incomes

- Enhances the development of small and medium-scale business nodes in host communities
- Improves the skills of host community youths to meet the current and future skills needs of our mines

Benefits to Gold Fields:

- Increases supply base and reduces risks related to supply of critical inputs
- Reduces inventory and, as such, the locking up of capital
- Reduces cost and lead time in procuring inputs
- Develops a pipeline of skilled personnel in host communities
- Secures and enhances our social licence to operate

We have actively increased host community procurement since 2015 in Ghana, South Africa and Peru, and since 2018 in Australia. Of our total procurement spend of US\$1.74bn for 2019, 96% was spent by our mines on businesses based in countries where Gold Fields operates (2018: US\$1.81bn/85%). US\$635m, or 34%, was spent on suppliers and contractors from our mines' host communities (2018: US\$441m/27%). We are committed to sustaining the impact we have made and building on our progress going forward.

The table below outlines the progress made for both in-country and host community spend between 2015 and 2019:

Local and host community procurement

Region	Local (in-country) procurement		Local (in-country) spend				Host community procurement		Host community spend			
	2019 (US\$m)	2019	2018	2017	2016	2015	2019 (US\$m)	2019	2018	2017	2016	2015
Peru	209	96%	96%	90%	89%	87%	32	15%	16%	7%	8%	7%
Australia ¹	823	99%	99%	99%	99%	97%	171	21%	24%	79%	71%	66%
South Africa ²	136	100%	100%	100%	100%	100%	38	28%	29%	18%	14%	10%
West Africa	633	91%	86%	85%	79%	64%	394	56%	32%	13%	7%	9%
Group	1,802	96%	93%	94%	92%	85%	635	34%	27%	45%	38%	35%

¹ Australia's 2018 performance is based on its new host community definition which is aligned with the Group's definition thereof, where communities are those living within an operation's direct area of influence. Previous years' numbers have not been restated. These numbers exclude the Perth office. Gruyere is included from commissioning in mid-2019

² South Deep's 2018 performance is based on its revised host community definition which is aligned with needs of the regulator, local government and community stakeholders, as well as with the Group's guidance. Previous years' numbers have not been restated

The pillars of our host community procurement programmes are:

- Increase procurement of goods and services from host community suppliers without compromising Gold Fields' standards
- Actively seek out host community entities and entrepreneurs that can supply directly to the mine or in an alliance with existing mine suppliers
- Assist short-listed host community suppliers to meet Gold Fields' procurement selection criteria
- Leverage procurement from all suppliers in terms of host community job creation and/or community upliftment projects
- Stimulate job creation in host community through the mine, its contractors and suppliers, and their suppliers, and non-mining sectors

Host community employment

We continue to prioritise the employment of host community members at our operations and encourage our contractors and suppliers to do the same. This is supported by education and skills development projects which build a local skills base.

In 2019, our operations set targets to increase their host community employment. At the end of 2019, 55% of our workforce, or 9,269 people, were employed from our host communities (2018: 56%/9,259 people, 2017: 40%/7,516 people). The sharp increase during 2018 and 2019 reflects the prioritisation of host community employment by our Ghanaian operations and the expansion of the definition of our South Deep host community to reflect the 2016 municipal boundary change.

We seek to maintain the current levels of host community employment during 2020 and beyond. Our management teams at the mines are incentivised to achieve long-term host community job creation targets.

In the table below, we set out the number of host community members – including both employees and contractors – working at each of Gold Fields' regions in relation to our total workforce.

Host community workforce¹ employed from total workforce (%)

Region	Host community workforce – 2019	2019	2018	2017	2016	2015
Peru	842	28%	27%	28%	23%	29%
Australia ²	616	23%	29%	29%	95%	90%
South Deep ³	2,590	65%	55%	16%	13%	14%
West Africa	5,221	72%	73%	68%	72%	67%
Group	9,269	55%	56%	40%	48%	59%

¹ Workforce comprises total employees and contractors. Host community employment data excludes our corporate and regional offices as well as projects

² Australia's 2017 and 2018 performances are based on its revised host community definition, which is aligned with the Group's definition thereof, where communities are those living within an operations' direct area of influence. Previous years' numbers have not been restated. These numbers exclude the Perth head office. Gruyere is included from commissioning in mid-2019

³ South Deep's 2018 performance is based on its revised host community definition which is aligned with needs of the regulator, local government and community stakeholders as well as with the Group's guidance. Previous years' numbers have not been restated

Job creation through socio-economic development projects

In 2019, we intensified our efforts to ensure that our SED projects – those focusing on infrastructure development, education and training, and economic diversification – grow and sustain non-mining jobs as well. We are starting to see traction in this initiative and, during the year, created 504 non-mining jobs for host community members, well over half of them in the agricultural sector. Due to their nature, many of these SED projects do not provide long-term solutions, however, they will create income and a measure of skills transfer as well.

The projects that created significant jobs included:

- 88 farming jobs at the Lima rural agricultural development projects in the Eastern Cape province of South Africa
- 24 farming jobs in communities surrounding our Cerro Corona mine in Peru
- 230 farming jobs in the Youth in Organic Horticulture Production (YouHoP) programme at our Damang and Tarkwa mines in Ghana

Host community jobs in the mine value chain

	Employees	Contractors	Suppliers	Non-mining	Total
Americas	79	763	0 ¹	56	898
Australia	462	154	0 ¹	0	616
Ghana	496	4,725	969	303	6,493
South Africa	1,488	1,102	208	145	2,943
Group	2,525	6,744	1,177	504	10,950

¹ Not measured yet

Socio-economic development investments

We invested US\$21.5m (2018: US\$25.7m) in SED projects in our host communities during 2019. Our mines have dedicated SED investment funds delivered directly or through our trusts and foundation. The mines also work in partnership with governments and NGOs.

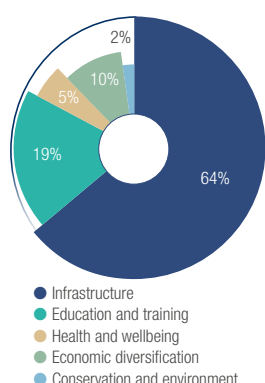
During the year, we completed our largest Shared Value project to date, investing US\$27m to rebuild and tar the 33km road between Tarkwa and Damang in West Africa. The road has significant socio-economic benefits for the approximately 100,000 community members living in the Tarkwa-Nsuaem and Prestea Huni-Valley municipalities.

Our SROI analysis of this project indicates that the road will improve the transportation of people, goods and services, as well as boost economic activities in the area. At the same time, the road enables us to transport our employees between the mines safer and quicker. Ghanaian contractors employed 53 members from the host communities during the construction of the road, which is now being managed and maintained by the Ghana Highway Authority.

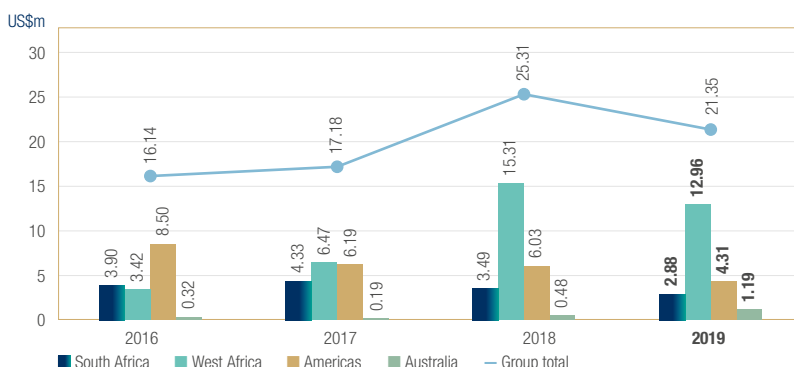
Other significant Shared Value projects include our investment in water infrastructure and potable water provision in Hualgayoc near our Cerro Corona mine. This addresses one of the key needs of the community and, since we started operating in the area in 2006, we have provided the majority of community households in Hualgayoc with access to clean water.

SHARED VALUE CREATION IN OUR COMMUNITIES continued

Group SED by type 2019



Group and regional SED spend



Working with Indigenous communities in Australia

Aboriginal and Torres Strait Islander peoples are a key part of our host communities and important stakeholders for our four mines in Western Australia. This includes those groups who have been determined to hold (or are progressing claims in respect of) Native Title rights and interests over the areas on which our sites are located. Aboriginal and Torres Strait Islander Peoples are recognised as the traditional owners of the lands on which we operate.

In 2019, we commenced implementing a consolidated strategy for improving our engagement with our Aboriginal and Torres Strait Islander communities. This strategy is based on three key pillars: building trusted relationships, delivering benefits that have real impact, and demonstrating respect.

Closely aligned with these pillars are the elements of a Reconciliation Action Plan (RAP). Developed by Reconciliation Australia (an independent, not-for-profit organisation), a RAP provides a structured framework through which organisations can support the national reconciliation movement by developing respectful relationships and create meaningful opportunities with Aboriginal and Torres Strait Islander Peoples.

We developed our first "Reflect" RAP during the year as a way to implement our overarching strategy for the region. This document outlines action plans with clear objectives and detailed deliverables. These actions will be implemented throughout 2020 and 2021.

Our first formal Native Title Agreement in the Australia region is with the Yilka

People at our Gruyere mine. As part of the agreement, we provide the Yilka People with various benefits, including employment and contracting opportunities. At present, 25 members of the local community work at Gruyere, either directly or for our contractors, which has exceeded initial expectations.

Native Title claims have either been determined or lodged over the whole or significant part of the lands on which our mines are located, most recently in the area of our Granny Smith mine. Our approach is to focus on heritage management and supporting the local community, pending establishment of more formal engagements consistent with our RAP obligations.

Managing artisanal and small-scale mining in Ghana

Artisanal and small-scale mining (ASM) is present at and around our Damang and Tarkwa mines, though the number of ASM miners is small. ASM largely subsided during 2019, aided by government action against illegal mining. Gold Fields manages these activities through an ASM strategy, which includes patrolling of active mining areas, consulting with affected stakeholders, particularly traditional leaders, negotiating evictions and, as necessary, prosecuting offenders.

ASM poses a potentially greater risk in a pre-election and high gold price environment. It also comes with significant human rights risks – including human trafficking and the use of children to mine, health and safety risks relating to pit cave-ins, landslides and flooding, and water pollution from mercury, cyanide and siltation which impact downstream

communities and the surrounding environment.

Given the changing context, we revised our ASM strategy during the year. Three key focus areas in the updated strategy include a more proactive engagement with community stakeholder groups, supporting the creation of non-mining jobs which provide community members with alternative opportunities, and updating our protection services practice to better identify and manage the infiltration of ASM miners. Our protection services are aligned to the Voluntary Principles on Security and Human Rights (VPSHR).

Grievance mechanisms to resolve issues raised by communities

It is important that we have a clear view of any issues raised by our communities and, therefore, community grievance management is a key aspect of our community relations programme. All of our operations have established grievance mechanisms in place that allow us to handle and resolve the grievances that arise in relation to our activities. The mechanisms encourage and enable community members to raise complaints with us, and obligates our mines to address these grievances within a specified period. Where necessary, we use members from our local communities to act as mediators should our teams not be able to resolve the issue raised.

During 2019, our operations dealt with 77 grievances (2018: 127) lodged by our communities, of which 11 were related to jobs and procurement, 47 social, and 19 environmental grievances. We resolved 56 of these grievances, and are still dealing with the remaining 21.



Processing plant at our Tarkwa mine in Ghana

HUMAN RIGHTS

Gold Fields is committed to upholding and protecting the human rights of our people and members of our host communities. We recognise that our mining activities have the potential to impact the human rights of these important stakeholder groups.

Our Human Rights Policy Statement (www.goldfields.com/policies.php), which is embedded in our Code of Conduct, applies to all directors, employees and third parties (including, among others, suppliers and contractors). The Code of Conduct can be found on our website at www.goldfields.com/code-of-conduct.php.

Under the Human Rights Policy Statement, Gold Fields commits to, among others:

- Not interfering with or curtailing others' enjoyment of their human rights
- Defending, where possible, employees and external Gold Fields stakeholders, such as community members, against human rights abuses by third parties
- Taking positive action to facilitate the entrenchment and enable the enjoyment of human rights

A Human Rights Steering Committee oversees the work by the various disciplines and regions, and feedback is provided to the Board's Social Ethics and Transformation (SET) Committee on a quarterly basis.

The Human Rights Policy Statement is informed by and supports various international standards. These include the UN Guiding Principles on Business and Human Rights, the conventions of the International Labour Organisation, the United Nations Universal Declaration of Human Rights, the VPSHR, and the ICMM Principles on Human Rights.

During the year, the ICMM developed Performance Expectations (PEs), which are now included in the requirements for member companies. They introduce a set of internationally recognised, stakeholder-supported, measurable health, safety, environmental and social requirements that can be validated at site level. Group and site conformance with each PE must be self-assessed by December 2021, and audit results publicly disclosed from 2022. A corporate desktop review of the PEs in 2018 found that there was broad

alignment within Gold Fields, with gaps identified in human rights due diligence and water stewardship. Processes have been put in place to close the gaps identified.

SALIENT HUMAN RIGHTS ISSUES

During 2018, we identified salient human rights issues at a Group level. These are defined by the UN Guiding Principles as those issues that have the most severe negative impacts as a result of the Company's activities or business relationships. The salient human rights issues for our business are as follows:

1. Health and safety: Occupational incident or exposure leading to physical and/or psychological harm and/or illness
2. Human resources: The impact of our working environment, policies and procedures on employees and contractors
3. Water: The loss of containment and the subsequent impact on water quality released into the environment
4. Public and private security: Abuse of power by public or private security
5. Transportation: Transport incidents involving hazardous substances and/or people
6. Mine closure: The ineffective, incomplete or failed implementation of mine closure plans
7. Resettlement: Land acquisition, economic compensation and community resettlement
8. Breaches by suppliers/contractors: Breaches of human rights by suppliers, contractors and other business partners in our supply chain

In 2019, the Group salient issues were cascaded to our regions who used the same risk analysis method to identify the causes, consequences, preventative controls, and mitigation and damage controls for each of the abovementioned issues.

Details of our human rights issues are on our website at www.goldfields.com

No material gaps were identified at a regional level for any of the eight salient human rights issues. However, we

continue to monitor the efficacy of mitigation controls, conduct training on human rights for employees and suppliers, and use our grievance mechanisms (p87) to identify and speedily resolve issues raised by host community members.

WORKFORCE RIGHTS

Our Human Rights Policy Statement protects the rights of our workforce and upholds freedom from child labour, freedom from forced or compulsory labour, freedom from discrimination (while recognising the need to affirm previously disadvantaged groups), and freedom of association and collective bargaining.

Internal grievance mechanisms are in place to ensure employees and contractors can raise human rights concerns. These grievances are handled by the Gold Fields Human Resources function in consultation with legal teams. Employees can also raise concerns via independent counsellors as part of the Gold Fields Employee Assistance Programme, and make use of Gold Fields' confidential, third-party whistleblowing hotline. During the year, three grievances were raised by employees regarding harassment and sexual harassment, two of which are undergoing a legal process.

Performance in 2019

- The Diversity Policy, approved by the Board in 2017, informed the diversity and inclusion strategy launched in 2019, which outlines our commitment to equality and the zero tolerance approach we take to discrimination
- A Sexual Harassment Policy was approved
- Code of Conduct training, rolled out to all employees in 2017, was updated during the year and employees will receive refresher training, including on human rights, during 2020

SUPPLIERS

Our suppliers are required to comply with the Group Code of Conduct, the Gold Fields Supplier Code of Conduct and our Human Rights Policy Statement – this requirement is a standard provision in all third-party contractual agreements.

An external third-party screening system evaluates new and existing suppliers and contractors on a monthly basis for an

array of pre-defined risk categories, including human rights and related violations and/or transgressions. Risk profiles for active external suppliers and contractors with post-screen alerts are then established and mitigation actions put in place.

Gold Fields is committed to responsible materials stewardship. In this context, we support global efforts to prevent the use of newly mined gold to finance conflict. We have voluntarily adopted the Conflict-Free Gold Standard of the World Gold Council (WGC). The standard is applied at all relevant locations through assurance audits. Although we withdrew our WGC membership in 2014, we have and will continue to apply both the standard and its guidelines.

Further information is available at www.goldfields.com/sustainability-reporting.php.

Performance in 2019

- In response to the 2018 implementation of the Modern Slavery Act in Australia, Gold Fields and a number of its industry peers worked with the Walk Free Foundation, an NGO, to promote human rights best practices and eliminate modern slavery in its supply chain. Key suppliers to our mines were provided with a toolkit to identify possible human rights contraventions. Where required, Gold Fields will provide support to its suppliers to address contraventions. Blocking a supplier would only be considered as a last resort

SECURITY

Gold Fields' protection services teams work with both private and public security providers for the effective and responsible protection of workers and assets. All private security contractors receive human rights training during the induction process, and at least annually thereafter, including on the VPSHR. During the year, all aspects of alignment with the VPSHR were completed or are in progress. Security is managed at regional level, because each region has its own specific context.

Performance in 2019

- We reviewed private sector security providers' contracts to ensure they are aligned to the VPSHR
- We updated our Human Rights Policy Statement to reference our support for the VPSHR
- Cerro Corona used an independent contractor to carry out a detailed assessment of its human rights risks and implementation requirements, with particular reference to the VPSHR.

GRIEVANCE MECHANISMS

We are committed to addressing community issues and concerns timeously and effectively. Therefore, we rely on a grievance reporting system to maintain confidence and transparent communication with our stakeholders.


Our grievance mechanism enables and encourages community members to freely put forward their complaints, while obligating our mines to address the grievances within an agreed period, before the grievance is escalated to independent mediation.

Performance in 2019

- Our operations self-assessed their grievance management practices against criteria such as the UN Guiding Principles on Business and Human Rights
- Our mines worked to close their first order grievances in a short period – these are grievances that should be resolved with the complainant before they are escalated
- We saw a 39% decline in grievances during the year, which we believe may be driven by the fact that we did not have any Level 3 to 5 environmental incidents in 2019. While we cannot claim a direct correlation between the two, evidence suggests that environmental incidents lead to an increase in grievances, particularly given the importance of water to many of our host communities



Ore conveyor belt at our Gruyere mine in Australia



Internal and external assurance is provided over selected sustainability information contained in the Integrated Annual Report

Assurance

- First party: Internal audit statement p89
- Independent assurance statement to the Board of Directors and stakeholders of Gold Fields Limited – Sustainability Information p90
- Independent assurance statement to the Board of Directors and stakeholders of Gold Fields Limited – South African Mining Charter p93
- Administration and corporate information IBC

Wind turbine powering our Agnew mine in Australia

FIRST PARTY: INTERNAL AUDIT STATEMENT

Gold Fields Internal Audit (GFIA) provides independent assurance on the effectiveness of the governance, risk management and control processes within Gold Fields to the Group Audit Committee.

The internal audit activities performed during the year were identified through a combination of the Gold Fields risk management and combined assurance framework, as well as the risk-based methodology adopted by GFIA. Internal Audit complies with the Institute of Internal Auditors' International Standards for the Professional Practice of Internal Auditing, in the execution of its assurance function. Furthermore, GFIA operates a quality assurance programme that involves performing detailed quality review assessments.

Annually, the risk-based annual audit plan is approved by the Audit Committee. The internal audit activities are executed by a team of appropriately qualified and experienced internal auditors, or through the engagement of external practitioners on specified and agreed terms. The Vice-President and Group Head of Internal Audit has a functional reporting line to the Audit Committee, to which quarterly feedback is provided.

Based on the work performed by GFIA during the year, the Vice-President and Group Head of Internal Audit has presented the Audit Committee with an assessment on the effectiveness of the Company's governance, risk management and system of internal control. It is GFIA's opinion that the governance, risk management and internal control environment are effective within the Gold Fields business and provide reasonable assurance that the objectives of Gold Fields will be achieved. This GFIA assessment forms one of the basis for the Audit Committee's recommendation in this regard to the Board.



Shyam Jagwanth

Vice-President and Group Head of Internal Audit

Johannesburg, South Africa

30 March 2020

INDEPENDENT ASSURANCE STATEMENT TO THE BOARD OF DIRECTORS AND STAKEHOLDERS OF GOLD FIELDS LIMITED – SUSTAINABILITY INFORMATION

ERM Southern Africa (Pty) Ltd (ERM) was engaged by Gold Fields to provide assurance in relation to selected sustainability information set out below and presented in Gold Fields' 2019 Integrated Annual Report for the year ended 31 December 2019 ('the Report').

Engagement summary	
Engagement scope (subject matters):	<ol style="list-style-type: none"> Whether the 2019 data, for the period 1 January 2019 to 31 December 2019, for the selected performance indicators listed in Table 1 overleaf, are fairly presented, in all material respects, with the reporting criteria. Whether the Directors' statement in the "About this Report" section of the Report that Gold Fields has complied with the ICMM Sustainable Development Framework, Principles, Position Statements and reporting requirements is, in all material respects, fairly stated.
Reporting criteria:	<p>For environmental, health and safety and social KPIs:</p> <ul style="list-style-type: none"> GRI Standards ('Core' in-accordance option) and the GRI's Mining and Metals Sector Disclosure (2013) Gold Fields GRI Standards Sustainability Reporting Guideline, V21 (November 2019) Gold Fields Group Health and Safety Reporting Guideline, V6 (January 2019) International Council on Mining and Metals (ICMM) Sustainable Development Framework Reporting Requirements (2008)
Assurance standard used:	ERM CVS' assurance methodology based on the International Standard on Assurance Engagements ISAE 3000 (Revised) and ISAE 3410 (for GHG Statements)
Assurance level:	Reasonable assurance for all Subject Matters
Respective responsibilities:	<p>Gold Fields is responsible for preparing the Report, including the collection and presentation of the selected sustainability information within it, in accordance with the reporting criteria, the design, implementation and maintenance of related internal controls, and for the integrity of its website. ERM's responsibility is to provide an opinion on the selected information based on the evidence we have obtained and exercising our professional judgement.</p>

OUR ASSURANCE ACTIVITIES

We planned and performed our work to obtain all the information and explanations that we believe were necessary to reduce the risk of material misstatement to low and therefore provide a basis for our assurance opinion. Using the ICMM Sustainable Development Framework: Assurance Procedure (2008) as a guide, a multi-disciplinary team of sustainability and assurance specialists performed the assurance activities, including, among others:

- Reviewing external media reporting relating to Gold Fields, peer company annual reports and industry standards to identify issues relevant to the assurance scope in the reporting period.
- Interviews with relevant corporate level staff to understand Gold Fields' sustainability strategy, policies and management systems, including stakeholder engagement and materiality assessment.
- Interviews with a selection of staff and management, including senior executives, to gain an understanding of:
 - The status of implementation of the ICMM Sustainable Development Principles in Gold Fields' strategy and policies; and
 - Gold Fields' identification and management of sustainable development risks and opportunities as determined through its review of the business and the views and expectations of its stakeholders.
- Reviewing supporting evidence related to external stakeholder engagement on material issues facing the business.
- Reviewing policies and procedures and assessing alignment with ICMM's 10 Sustainable Development Principles and other mandatory requirements set out in the ICMM's Position Statements in effect as at 31 December 2019.
- Testing the processes and systems, including internal controls, used to generate, consolidate and report the selected sustainability information.
- Reviewing the suitability of the internal reporting guidelines, including conversion factors used.
- Physical visits to interview responsible staff and verify source data and other evidence at the following sites:
 - South Deep, South Africa
 - Tarkwa, Ghana
 - St Ives, Australia
- Virtual reviews to verify source data for the following sites:
 - Damang, Ghana
 - Agnew, Australia
 - Granny Smith, Australia
 - Gruyere, Australia
 - Cerro Corona, Peru
- An analytical review of the year-end data submitted by the sites listed above, and testing of the accuracy and completeness of the consolidated 2019 Group data for the selected KPIs.

- Reviewing the presentation of information relevant to the scope of our work in the Report to ensure consistency with our findings.

OUR ASSURANCE OPINION

In our opinion:

- The selected sustainability performance information set out in Table 1 for the year ended 31 December 2019 is prepared, in all material respects, in accordance with the Gold Fields reporting criteria; and
- The Directors' statement in the "About this Report" section of the Report that Gold Fields has complied with the ICMM Sustainable Development Framework, Principles, Position Statements and reporting requirements is, in all material respects, fairly stated.

THE LIMITATIONS OF OUR ENGAGEMENT

The reliability of the assured data is subject to inherent uncertainties given the methods for determining, calculating or estimating the underlying information. It is important to understand our assurance opinions in this context. Our independent assurance statement provides no assurance on the maintenance and integrity of the Gold Fields' website, including controls used

to achieve this integrity, and in particular, whether any changes may have occurred to the information since it was first published.

OUR OBSERVATIONS

We have provided Gold Fields with a separate detailed management report. Without affecting the opinion presented above, we have the following observations:

- There have been improvements in the Company's determination and reporting of material issues, notably the establishment of a Materiality Assessment Steering Committee and prioritisation of material issues based on their importance to the Company as well as to stakeholders. We recommend diversifying external stakeholder engagement to further strengthen the materiality process, as well as using the outputs to inform the Company's strategy.
- Due to weaknesses in documentation and in the control environment at the Gruyere operation (which was operational since May 2019) relating to total water consumed and total energy consumed, we undertook additional substantive procedures to verify these indicators. We recommend improving the data

management and internal control environment for these indicators to facilitate future assurance.

- In relation to the reported energy saving initiatives across the Group, we undertook additional procedures to verify the savings for certain initiatives across the West African, South African and Australian operations. We recommend refresher training across the operations on the measurement, verification and reporting requirements for this indicator in order to reduce the risk of material misstatement as well as assurance effort.
- Following a recommendation in last year's Assurance Statement for the Australia region to formalise the process for consolidating and reporting socio-economic development spend, ERM did observe improvements in the data management process for this indicator at certain operations. We encourage Gold Fields to extend these efforts to all Australian operations, as well as other social performance data (host community workforce employment).



Donald Gibson
Partner

27 March 2020



Jennifer Iansen-Rogers
Review Partner, ERM CVS, London

27 March 2020

ERM Southern Africa (Pty) Ltd, Johannesburg, South Africa

www.erm.com

Email: donald.gibson@erm.com

ERM Southern Africa (Pty) Ltd and ERM Certification and Verification Services (CVS) are members of the ERM Group. Our work complies with the requirements of ERM's Global Code of Business Conduct and Ethics (available at <https://erm.com/global-code>). Further, ERM CVS is accredited by the United Kingdom Accreditation Service and its operating system is designed to comply with ISO 17021:2011. Our assurance processes are designed and implemented to ensure that the work we undertake with clients is free from bias and conflict of interest (refer to both the abovementioned Code of Business Conduct and Ethics, and the ERM CVS Independence and Impartiality Policy available at <http://www.ermcvs.com/our-services/policies/independence/>). The ERM and ERM CVS staff that have undertaken work on this assurance engagement provide no consultancy related services to Gold Fields in any respect related to the subject matter assured.

ASSURED SUSTAINABILITY PERFORMANCE INDICATORS

Table 1. Data for selected sustainability performance indicators for the 2019 reporting year presented for reasonable assurance in accordance with the reporting criteria.

Parameter	Unit	Gold Fields reported 2019 data
Environment		
Total CO ₂ equivalent emissions, Scope 1 to 3	Tonnes	1,941,389
Electricity purchased	MWh	1,253,338
Diesel	Kl	189,721
Total energy consumed	GJ	12,497,608
Total water consumed (withdrawal – discharge)	MI	19,709
Total water recycled/re-used per annum	MI	47,604
Number of environmental incidents – Level 3 and above	Number of incidents	0
Total CO ₂ e emissions avoided from initiatives	tCO ₂ e saved	144,254
Total energy saved from initiatives	GJ saved	404,602
Health		
Number of cases of Silicosis reported	Number of cases	5
Number of cases of Noise Induced Hearing Loss reported	Number of cases	6
Cardio Respiratory (Tuberculosis)	Number of new cases reported	20
Chronic Obstructive Airways Disease (COAD)	Number of cases	4
Number of cases of Malaria tested positive per annum (employees only)	Number of positive cases	187
Number of South African employees in the HAART programme (cumulative)	Number of employees	204
Number of West African employees in the HAART programme (cumulative)	Number of employees	10
Percentage of South African workforce on the voluntary counselling and testing (VCT) programme	Percentage of workforce	81
Percentage of West African workforce on the voluntary counselling and testing (VCT) programme	Percentage of workforce	58
Safety		
Total Recordable Injury Frequency Rate (TRIFR) — Employees, Contractors, total	Number of TRIs/ hours worked	Employees: 2.83 (44 TRIs/15,568,023 hours worked) Contractors: 1.88 (60 TRIs/31,833,493 hours worked) Total: 2.19 (104 TRIs/47,401,516 hours worked)
Serious Injuries: As per Gold Fields Group Health and Safety Reporting requirements	Number of injuries	4 (including 2 at South Deep)
Serious Injuries: As per the South African Department of Mineral Resources and Energy requirements (applicable to South Deep Mine only)	Number of injuries	10
Safety Engagement Index Rate	Number of engagements/ hours worked	4.11 (194,922 safety engagements/47,401,516 hours worked)
Near miss incidents	Number of incidents	436
Social		
Total socio-economic development (SED) spend	US\$	21,545,593.46
Percentage of host community workforce employment	%	55
Percentage of host community procurement spend	%	34

INDEPENDENT ASSURANCE STATEMENT TO THE BOARD OF DIRECTORS AND STAKEHOLDERS OF GOLD FIELDS LIMITED – SOUTH AFRICAN MINING CHARTER

ERM Southern Africa (Pty) Ltd (ERM) was engaged by Gold Fields to provide assurance in relation to selected Mining Charter information set out below and presented in Gold Fields' 2019 Integrated Annual Report for the year ended 31 December 2019 ('the Report') for the South Deep Joint Venture.

Engagement summary	
Engagement scope (subject matters):	1. Whether the 2019 data, for the period 1 January 2019 to 31 December 2019, for the selected Mining Charter performance indicators listed in Table 2 overleaf, are fairly presented, in all material respects, with the reporting criteria.
Reporting criteria:	<ul style="list-style-type: none"> Gold Fields Limited South Deep Gold Mine Non-Financial Data Assurance Reporting Guidelines, V5 (January 2020) Gold Fields Limited South Deep Gold Mine Procurement Mining Charter 2018 Reporting Guideline, V0 (November 2019) Broad-Based Socio-Economic Empowerment Charter (BBSEEC) for the South African Mining and Minerals Industry (2018) and the related scorecard (2018) Implementation Guidelines for the BBSEEC for the South African Mining and Minerals Industry (2018)
Assurance standard used:	ERM CVS' assurance methodology based on the International Standard on Assurance Engagements ISAE 3000 (Revised)
Assurance level:	Reasonable assurance for all Subject Matters
Respective responsibilities:	Gold Fields is responsible for preparing the Report, including the collection and presentation of the selected sustainability information within it, in accordance with the reporting criteria, the design, implementation and maintenance of related internal controls, and for the integrity of its website. ERM's responsibility is to provide an opinion on the selected information based on the evidence we have obtained and exercising our professional judgement.

OUR ASSURANCE ACTIVITIES

We planned and performed our work to obtain all the information and explanations that we believe were necessary to reduce the risk of material misstatement to low and therefore provide a basis for our assurance opinion. A multi-disciplinary team of sustainability, Mining Charter and assurance specialists performed the assurance activities, including, among others:

- Testing the processes and systems, including internal controls, used to generate, consolidate and report the selected Mining Charter information.
- A review of the suitability of the internal Mining Charter reporting guidelines.

- Physical visits to the South Deep Mine, South Africa, to verify source data and other evidence.
- An analytical review of the year-end data submitted by South Deep, including testing of the accuracy and completeness of the consolidated 2019 data for the selected performance indicators.
- A review of the presentation of information relevant to the scope of our work in the Report to ensure consistency with our findings.

OUR ASSURANCE OPINION

In our opinion, the selected Mining Charter performance information set out in Table 2 for the year ended 31 December 2019 is prepared, in all material respects, in accordance with the reporting criteria.

OUR OBSERVATIONS

We have provided Gold Fields with a separate detailed management report. Without affecting the opinion presented above, we have the following observations:

- We recommend giving attention to the consistency of the KPI definitions for the demographic, essential-skills and core skills related indicators, and ensuring these definitions and reporting requirements are aligned to Mining Charter (2018) requirements.
- The site has made considerable effort during the transition period to adapt to the reporting requirements of the Mining Charter (2018), particularly for procurement subject matters.

INDEPENDENT ASSURANCE STATEMENT TO THE BOARD OF DIRECTORS AND STAKEHOLDERS OF GOLD FIELDS LIMITED – SOUTH AFRICAN MINING CHARTER continued

THE LIMITATIONS OF OUR ENGAGEMENT

The reliability of the assured data is subject to inherent uncertainties given the methods for determining, calculating or estimating the underlying information. It is important to understand our assurance opinions in this context. Our independent assurance statement provides no assurance on the maintenance and integrity of the Gold Fields' website, including controls used to achieve this integrity, and in particular, whether any changes may have occurred to the information since it was first published.



Donald Gibson

Partner

27 March 2020



Jennifer Iansen-Rogers

Review Partner, ERM CVS, London

27 March 2020

ERM Southern Africa (Pty) Ltd, Johannesburg, South Africa

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ERM Southern Africa (Pty) Ltd and ERM Certification and Verification Services (CVS) are members of the ERM Group. Our work complies with the requirements of ERM's Global Code of Business Conduct and Ethics (available at <https://erm.com/global-code>). Further, ERM CVS is accredited by the United Kingdom Accreditation Service and its operating system is designed to comply with ISO 17021:2011. Our assurance processes are designed and implemented to ensure that the work we undertake with clients is free from bias and conflict of interest (refer to both the above mentioned Code of Business Conduct and Ethics, and the ERM CVS Independence and Impartiality Policy available at <http://www.ermcvs.com/our-services/policies/independence/>). The ERM and ERM CVS staff that have undertaken work on this assurance engagement provide no consultancy related services to Gold Fields in any respect related to the subject matter assured.

ASSURED SOUTH AFRICAN MINING CHARTER

PERFORMANCE INDICATORS

Table 2. Selected South African Mining Charter performance indicators for the 2019 reporting year presented for reasonable assurance in accordance with reporting criteria.

Parameter	Unit	Gold Fields reported 2019 data
Mine Community Development		
% implementation of Mine Community Development Target in approved and published SLP ("Table S")	# of projects Progress to date	9 Progress per project verified
Employment Equity		
HDSAs ² in management (in proportion to applicable demographics) made up of:		
Board: 50% black persons with exercisable voting rights, of which 20% must be black women	Board: % black persons Board: % black women	67% 33%
Executive/top management: 50% black persons of which 15% must be black women	Board: % black persons Board: % black women	67% 33%
Senior: 50% black persons of which 15% must be black women	Board: % black persons Board: % black women	31% 6%
Middle: 60% black persons of which 20% must be black women	Board: % black persons Board: % black women	52% 19%
Junior: 70% black persons of which 25% must be black women	Board: % black persons Board: % black women	71% 22%
Employees with disabilities: 1.5% as a percentage of all employees	Disabilities: %	0.39%
Core/critical skills: 50% black persons	Core skills: %	71%
Inclusive procurement		
Mining goods		
70% of procurement spend on goods (excluding non-discretionary spend) must be on South African manufactured goods, proportioned as follows regarding the manufacturing entity:		
21% by HDPs ³ owned and controlled company	% procured from HDPs owned and controlled company	32%
5% by women or by young owned and controlled company	% women or by young owned and controlled company	2%
44% by BEE ⁴ -compliant company	% procured from BEE- compliant company	57%

ASSURED SOUTH AFRICAN MINING CHARTER PERFORMANCE INDICATORS continued

Parameter	Unit	Gold Fields reported 2019 data
Mining services		
80% of procurement spend on services (excluding non-discretionary spend) must be sourced from South African companies, proportioned as follows:		
50% on HDPs owned and controlled company	% discretionary spend on HDPs owned and controlled company	42%
15% on women owned and controlled company	% discretionary spend on women owned and controlled company	14%
5% on youth	% discretionary spend on youth	0%
10% on BEE-compliant company	% discretionary spend on BEE-compliant company	73%
Research and development		
Research and development budget spent of which 70% must be spent on South African-based research and development	R-value of spend	R200,000.00
	% of spend on research and development entities	100%
Processing of Samples		
Mineral sampling to be done by South African-based companies (Target of 100%)	Number of samples analysed	29,611
	% analysed by South African-based companies	100%

¹ As per the Implementation Guidelines for the BBSEEC for the South African Mining and Minerals Industry (2018)

² Historically Disadvantaged South African

³ Historically Disadvantaged Persons

⁴ Black Economic Empowerment

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° Independent Director • Non-independent Director



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