

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**Form 6-K**

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO  
RULE 13a-16 OR 15d-16 UNDER THE SECURITIES  
EXCHANGE ACT OF 1934

For 18 November 2013

**Harmony Gold Mining Company  
Limited**

Randfontein Office Park  
Corner Main Reef Road and Ward Avenue  
Randfontein, 1759  
South Africa  
(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F ☒ X

Form 40-F ☐

(Indicate by check mark whether the registrant by  
furnishing the information contained in this form  
is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the  
Securities Exchange Act of 1934.)

Yes ☐

No ☒ X

Harmony Gold Mining Company Ltd  
 Registration number: 1950/038232/06  
 Incorporated in the Republic of South Africa  
 ISIN: ZAE000015228  
 JSE share code: HAR  
 ("Harmony" or "the company")

In compliance with paragraphs 3.63 to 3.74 of the JSE Listings Requirements, the following information is disclosed:

A. DEALINGS IN SECURITIES BY DIRECTORS: SHARE VESTINGS AND ON MARKET SALES

In terms of provisions of the Harmony Share Plan, performance shares vest after 3 years.

- |                                                                        |                                                                                   |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
| 1. Name of director:                                                   | GP Briggs (Chief Executive Officer)                                               |
| a) Nature of transaction:                                              | Off market lapsing of share appreciation rights                                   |
| Date granted:                                                          | 16 November 2007                                                                  |
| Number of share appreciation rights granted:                           | 159 484                                                                           |
| Strike price:                                                          | R70.54                                                                            |
| Date on which share appreciation rights lapsed:                        | 15 November 2013                                                                  |
| Number of share appreciation rights lapsed:                            | 159 484                                                                           |
| b) Nature of transaction:                                              | Off market vesting and on market sale of performance shares                       |
| Date:                                                                  | 15 November 2013                                                                  |
| Class of securities:                                                   | Ordinary shares                                                                   |
| Selling price per share:                                               | R33.08                                                                            |
| Number of performance shares (ordinary shares) vested and sold:        | 27 447                                                                            |
| Total value of sale:                                                   | R907 853 (pre-tax)                                                                |
| Nature and extent of directors interest:                               | Direct beneficial                                                                 |
| 2. Name of director:                                                   | HE Mashego (Executive Director)                                                   |
| a) Nature of transaction:                                              | Off market lapsing of share appreciation rights                                   |
| Date granted:                                                          | 16 November 2007                                                                  |
| Number of share appreciation rights granted:                           | 42 756                                                                            |
| Strike price:                                                          | R70.54                                                                            |
| Date on which share appreciation rights lapsed:                        | 15 November 2013                                                                  |
| Number of share appreciation rights lapsed (balance was sold in 2011): | 14 252                                                                            |
| b) Nature of transaction:                                              | Off market vesting and on market sale of performance shares and restricted shares |

Date:	15 November 2013
Class of securities:	Ordinary shares
Selling price per share:	R33.08
Number of performance shares (ordinary shares) vesting:	8 431
Number of restricted shares (ordinary shares) vesting:	22 262
Ordinary shares sold:	30 693
Total value of sale	R1 015 220 (pre-tax)
Nature and extent of directors interest:	Direct beneficial

3. Name of director: CT Smith (Director of major subsidiary company)

a) Nature of transaction: Off market lapsing of share appreciation rights

Date granted: 16 November 2007

Number of share appreciation rights granted: 78 934

Strike price: R70.54

Date on which share appreciation rights lapsed: 15 November 2013

Number of share appreciation rights lapsed: 78 934

b) Nature of transaction: Off market vesting and on market sale of performance shares

Date: 15 November 2013

Class of securities: Ordinary shares

Selling price per share: R33.08

Number of performance shares (ordinary shares) vested and sold: 8 431

Total value of sale R278 869 (pre-tax)

Nature and extent of directors interest: Direct beneficial

#### B. DEALING IN SECURITIES BY DIRECTORS: SHARE GRANTS

In line with the provisions of the Harmony Share Plan, incentives/shares are allocated to directors in November of each year.

1. Name of director: GP Briggs (Chief Executive Officer)

Nature of transaction: Off market grant of share appreciation rights and performance shares

Periods of vesting:	Share appreciation rights vest in equal thirds on the third, fourth and fifth anniversary of the allocation. Performance shares vest after three years.
Date:	15 November 2013
Class of securities:	Share appreciation rights and performance shares
Strike price:	R33.18
Number of share appreciation rights allocated:	91 864
Number of performance shares allocated:	482 952
Number of matching restricted shares allocated(matching the number allocated in 2010):	48 485
Nature and extent of director's interest:	Direct beneficial

2.

Name of director:	F Abbott (Financial Director)
Nature of transaction:	Off market grant of share appreciation rights and performance shares
Periods of vesting:	Share appreciation rights vest in equal thirds on the third, fourth and fifth anniversary of the allocation. Performance shares vest after three years.
Date:	15 November 2013
Class of securities:	Share appreciation rights and performance shares
Strike price:	R33.18
Number of share appreciation rights allocated:	52 951
Number of performance shares allocated:	172 666
Nature and extent of director's interest:	Direct beneficial

3.

Name of director:	HE Mashego (Executive Director)
Nature of transaction:	Off market grant of share appreciation rights and performance shares
Periods of vesting:	Share appreciation rights vest in equal thirds on the third, fourth and fifth anniversary of the allocation. Performance shares vest after three years.
Date:	15 November 2013
Class of securities:	Share appreciation rights and performance shares
Strike price:	R33.18
Number of share appreciation rights allocated:	38 212
Number of performance shares allocated:	124 604

	nature and extent of director's interest:	Direct beneficial
4.	Name of director:	CT Smith (Director of major subsidiary company)
	Nature of transaction:	Off market grant of share appreciation rights and, performance shares
	Periods of vesting:	Share appreciation rights vest in equal thirds on the third, fourth and fifth anniversary of the allocation. Performance shares vest after three years.
	Date:	15 November 2013
	Class of securities:	Share appreciation rights and performance shares
	Strike price:	R33.18
	Number of Share Appreciation Rights allocated:	49 130
	Number of Performance Shares allocated:	160 206
	Number of Matching Restricted Shares (2010 allocation):	22 262
	Nature and extent of director's Interest:	Direct beneficial
5.	Name of Company Secretary:	R Bisschoff (Company Secretary)
	Nature of transaction:	Off market grant of share appreciation rights and performance shares
	Periods of vesting:	Share appreciation rights vest in equal thirds on the third, fourth and fifth anniversary of the allocation. Performance shares vest after three years.
	Date:	15 November 2013
	Class of securities:	Share appreciation rights and performance shares
	Strike price:	R33.18
	Number of Share Appreciation Rights allocated:	17 356
	Number of Performance Shares allocated:	33 958
	Nature and extent of director's interest:	Direct beneficial

Prior clearance was obtained in respect of the above dealings by the directors.

For more details contact:

Marian van der Walt  
Executive: Corporate and Investor Relations  
+27 (0) 82 888 1242 (mobile)

Johannesburg, South Africa  
18 November 2013

Sponsor:  
J.P. Morgan Equities South Africa Proprietary Limited

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: November 18, 2013

Harmony Gold Mining Company Limited

By: /s/ Frank Abbott

Name: Frank Abbott  
Title: Financial Director