

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 20 November 2015

**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)
Nature of transaction:	Off market vesting
Date:	16 November 2015
Class of securities:	Ordinary shares
Number of performance shares vested and retained in own name:	44 615
Vesting price per share:	R8.78
Total value of shares vested:	R391 719.70 (pre-tax)
Nature and extent of directors interest:	Direct beneficial
2. Name of director:	F Abbott (Financial Director)
Nature of transaction:	Off market vesting
Date:	16 November 2015
Class of securities:	Ordinary shares
Number of performance shares vested and retained in own	

name:	18 547
Vesting price per share:	R8.78
Total value of shares vested:	R162 842.66 (pre-tax)
Nature and extent of directors interest:	Direct beneficial
3. Name of director:	HE Mashego (Executive Director)
Nature of transaction:	Off market vesting and on market sale of performance shares (ordinary shares)
Date:	16 November 2015
Class of securities:	Ordinary shares
Number of performance shares vested:	13 153
Vesting price per share:	R8.78
Total value of shares vested:	R115 483.34 (pre-tax)
Number of performance shares sold on market to cover tax:	5 393
Market price per share sold:	R8.78
Proceeds for on market sale to cover tax:	R47 350.54
Number of shares retained in own name:	7 760
Nature and extent of directors interest:	Direct beneficial
4. Name of company secretary:	R Bisschoff (Company Secretary)
Nature of transaction:	Off market vesting and on market sale of performance shares (ordinary shares)

Date:	16 November 2015
Class of securities:	Ordinary shares
Number of performance shares vested and retained in own name:	4 971
Vesting price per share:	R8.78
Total value of shares vested:	R43 645.38 (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 performance shares
Periods of vesting:	Performance shares vest after three years.
Date:	16 November 2015
Class of securities:	Performance shares
Number of performance shares awarded:	550 000
Matching shares granted, supplementing restricted shares not exercised:	32 684
Nature and extent of director's interest:	Direct beneficial
2. Name of director:	F Abbott (Financial

	Director)
Nature of transaction:	Off market grant of performance shares
Periods of vesting:	Performance shares vest after three years.
Date:	16 November 2015
Class of securities:	Performance shares
Number of performance shares awarded:	736 809
Matching shares granted, supplementing restricted shares not exercised:	63 408
Nature and extent of director's interest:	Direct beneficial
3. Name of director:	HE Mashego (Executive Director)
Nature of transaction:	Off market grant of performance shares
Periods of vesting:	Performance shares vest after three years.
Date:	16 November 2015
Class of securities:	Performance shares
Number of performance shares awarded:	455 758
Matching shares granted, supplementing restricted shares not exercised:	35 082
Nature and extent of director's interest:	Direct beneficial
4. Name of Company Secretary:	Riana Bisschoff (Company

Secretary)

Nature of transaction:	Off market grant of performance shares
Periods of vesting:	Performance shares vest after three years.
Date:	16 November 2015
Class of securities:	Performance shares
Number of performance shares awarded:	152 972
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:

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Johannesburg, South Africa  
20 November 2015

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 20, 2015

Harmony Gold Mining Company Limited

By: /s/ Frank Abbott

Name: Frank Abbott  
Title: Financial Director