

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 February 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")

#### DEALING IN SECURITIES BY A DIRECTOR: SHARE GRANT

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

The shares were awarded to the director on 17 February 2016 in line with the provisions of the Harmony 2006 Share Plan.

|   |  |
|---|--|
| 1. Name of director:                      | P Steenkamp (Chief Executive Officer)  |
| Nature of transaction:                    | Off market award of performance shares   |
| Periods of vesting:                       | Performance shares vest after three years based on certain performance criteria being met. |
| Date:                                     | 17 February 2016   |
| Class of securities:                      | Ordinary shares  |
| Number of performance shares awarded:     | 512 000  |
| 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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Executive: Corporate and Investor Relations  
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Johannesburg, South Africa  
18 February 2016

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: February 18, 2016

Harmony Gold Mining Company Limited

By: /s/ Frank Abbott

Name: Frank Abbott  
Title: Financial Director