

HARMONY GOLD MINING CO LTD

Form 6-K

February 18, 2016

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 2016

**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:  
Henrika Ninham  
Investor Relations Manager  
+27 (0) 82 759 1775 (mobile)

Marian van der Walt

Executive: Corporate and Investor Relations

+27 (0) 82 888 1242 (mobile)

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:

Title: Financial Director