

HARMONY GOLD MINING CO LTD

Form 6-K

November 17, 2010

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 17 November 2010

**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  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

Harmony Gold Mining Company Ltd  
Incorporated in the Republic of South Africa  
Registration number: 1950/038232/06  
Share code: HAR  
ISIN: ZAE000015228

## DEALING IN SECURITIES BY DIRECTORS AND COMPANY SECRETARY

Dealing in securities by directors and company secretary of  
Harmony Gold Mining Company Limited (“the Company”).

In compliance with paragraphs 3.63 to 3.74 of the Listings  
Requirements of the JSE Limited (“Listings Requirements”),  
the following information is disclosed:

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

Company:  
Harmony Gold Mining  
Company Limited  
Nature of transaction:  
Off market Grant of  
Share Appreciation  
Rights, Performance  
Shares, Restricted  
Shares and Matching  
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. Restricted Shares  
and Matching Performance  
Shares are granted as a  
once-off award.

Date:  
15 November 2010

Class of securities:  
Share Appreciation  
Rights, Performance  
Shares, Restricted

Shares and Matching  
Performance Shares

Strike price:  
R84,81

Number of Share Appreciation  
Rights allocated:  
13,939

Number of Performance Shares  
allocated:  
72,727

Number of Restricted Shares: 48,485

Number of Matching  
Performance Shares:  
9,697

Nature and extent of  
director's Interest:  
Direct beneficial

2. Name of director:  
HO Meyer (Financial  
Director)

Company:  
Harmony Gold Mining  
Company Limited  
Nature of transaction:  
Off market Grant of  
Share Appreciation  
Rights, Performance  
Shares, Restricted  
Shares and Matching  
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. Restricted Shares  
and Matching Performance  
Shares are granted as a  
once-off award.

Date:

15 November 2010

Class of securities:  
Share Appreciation  
Rights, Performance  
Shares, Restricted  
Shares and Matching  
Performance Shares

Strike price:  
R84,81

Number of Share Appreciation  
Rights allocated:

7,051

Number of Performance Shares  
allocated:

22,993

Number of Restricted Shares: 24,525

Number of Matching  
Performance Shares:

4,905

Nature and extent of  
director's Interest:  
Direct beneficial

3.

Name of director:  
HE Mashego (Executive  
Director)

Company:  
Harmony Gold Mining  
Company Limited

Nature of transaction:

Off market Grant of  
Share Appreciation  
Rights, Performance  
Shares, Restricted  
Shares and Matching  
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. Restricted Shares

and Matching Performance

Shares are granted as a  
once-off award.

Date:

15 November 2010

Class of securities:

Share Appreciation  
Rights, Performance  
Shares, Restricted  
Shares and Matching  
Performance Shares

Strike price:

R84,81

Number of Share Appreciation

Rights allocated:

6,400

Number of Performance Shares

allocated:

20,870

Number of Restricted Shares:

22,262

Number of Matching

Performance Shares:

4,452

Nature and extent of

director's Interest:

Direct beneficial

4.

Name of Company Secretary:

NY Maluleke

Company:

Harmony Gold Mining

Company Limited

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 2010

Class of securities:  
Share Appreciation  
Rights and Performance  
Shares.

Strike price:  
R84,81

Number of Share Appreciation  
Rights allocated:  
2,339  
Number of Performance Shares  
allocated:  
2,441

Nature and extent of  
director's Interest:  
Direct beneficial

The performance shares allocated to directors on 15  
November 2007 vested in line with the provisions of the  
Harmony 2006 Share Plan and in terms of the rules of the  
Harmony 2006 Share Plan the performance shares had to be  
sold upon vesting.

1.  
Name of director:  
GP Briggs

Company:  
Harmony Gold Mining  
Company Limited  
Nature of transaction:  
Vesting and on market  
sale of Performance  
Shares

Date:  
15 November 2010

Class of securities:  
Ordinary Shares

Selling price per share:  
R84,81

Number of Performance Shares  
vesting:  
26,682

Nature and extent of  
director's Interest:  
Direct beneficial

2.

Name of director:  
HE Mashego

Company:  
Harmony Gold Mining  
Company Limited  
Nature of transaction:  
Vesting and on market  
sale of Performance  
Shares

Date:  
15 November 2010

Class of securities:  
Ordinary Shares

Selling price per share:  
R84,81

Number of Performance Shares  
vesting:  
10,059

Nature and extent of  
director's Interest:  
Direct beneficial

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

Johannesburg, South Africa  
17 November 2010

Sponsor:  
J.P. Morgan Equities 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 17, 2010

Harmony Gold Mining Company Limited

By:

/s/

Hannes Meyer

Name:

Hannes Meyer

Title: Financial Director