

HARMONY GOLD MINING CO LTD

Form 6-K

November 20, 2012

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 2012

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

#### DEALINGS IN SECURITIES BY DIRECTORS

In terms of provisions of the Harmony 2006 Share Plan, Performance Shares vests after 3 years. In compliance with paragraphs 3.63 to 3.74 of the JSE Listings Requirements, the following information is disclosed:

Name of director:  
GP Briggs  
Nature of transaction:  
Off market vesting and on market sale of  
Performance Shares  
Date:  
16 November 2012  
Class of Securities:  
Ordinary Shares  
Selling price per share:  
R68.84  
Number Performance shares  
vesting:  
Ordinary shares sold:

27 950  
27 950  
Total Value of sale  
R1 924 078  
Nature and extent of directors  
interest:

Direct beneficial

Name of director:  
HE Mashego  
Nature of transaction:  
Off market vesting and on market sale of  
Performance Shares  
Date:  
16 November 2012  
Class of Securities:  
Ordinary Shares  
Selling price per share:  
R68.84  
Number Performance shares  
vesting:

Ordinary shares sold:

6 514

6 514

Total Value of sale

R448 423

Nature and extent of directors  
interest:

Direct beneficial

Name of director:

CT Smith (Director of major subsidiary company)

Nature of transaction:

Off market vesting and on market sale of  
Performance Shares

Date:

16 November 2012

Class of Securities:

Ordinary Shares

Selling price per share:

R68.84

Number Performance shares

vesting:

Ordinary shares sold:

8 006

8 006

Total Value of sale

R551 133

Nature and extent of directors  
interest:

Direct beneficial

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

For more details contact:

Henrika Basterfield

On +27 (0)82 759 1775

Johannesburg, South Africa

20 November 2012

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 20, 2012

Harmony Gold Mining Company Limited

By: /s/ Frank Abbott

Name: Frank Abbott

Title: Financial Director