

HARMONY GOLD MINING CO LTD

Form 6-K

March 24, 2011

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

**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

DEALINGS IN SECURITIES BY DIRECTOR OF A MAJOR SUBSIDIARY

Name of director:

A Pretorius

Company:

Randfontein Gold Mine  
Estates Limited

Nature of transaction:

Off market vesting of Share  
Appreciation Rights and on  
market sale of ordinary  
shares

Date:

17 March 2011

Class of Securities:

Ordinary Shares

Strike price per share:

R39.00

Selling price per share:

R84.57

Number of Share Appreciation

Rights vesting and ordinary  
shares sold:

21 665

Total Value of sale

R1,832,209.05

Nature and extent of  
directors interest:

Direct beneficial

Name of director:

A Pretorius

Company:

Randfontein Gold Mine  
Estates Limited

Nature of transaction:

Off market vesting of Share  
Appreciation Rights and on  
market sale of ordinary  
shares

Date:

17 March 2011

Class of Securities:

Ordinary Shares

Strike price per share:

R66.15

Selling price per share:

R85.13

Number of Share Appreciation

Rights vesting and ordinary

shares sold:

8 189

Total Value of sale

R697,129.57

Nature and extent of

directors interest:

Direct beneficial

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

For more details contact:

Marian van der Walt

Executive: Corporate and Investor Relations

+27 82 888 1242 (mobile)

Johannesburg, South Africa

23 March 2011

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: March 23, 2011

Harmony Gold Mining Company Limited

By:

/s/

Hannes Meyer

Name: Hannes Meyer

Title: Financial Director