

HARMONY GOLD MINING CO LTD

Form 6-K

November 28, 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 28 November 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 Limited
Registration number 1950/038232/06
Incorporated in the Republic of South Africa
ISIN: ZAE000015228
JSE share code: HAR

(“Harmony” and/or “the Company”)

Results of Harmony’s annual general meeting

Harmony Gold Mining Company Limited (‘Harmony’ or ‘the Company’) advises shareholders that, at Harmony’s annual general meeting held on 25 November 2016, the requisite majority of shareholders approved all the ordinary and special resolutions, as set out in the notice of annual general meeting forming part of the Company’s 2016 integrated annual report. There were 439 780 983 ordinary shares in issue as at the date of the annual general meeting.

The voting results of the resolutions were as follows:

Ordinary
resolution 1:

Re-election of director: Cathie Markus

Shares voted
for (% total
shares voted)

Shares
voted
against (%
total
shares
voted)

Total shares
voted
(number)

Total shares
voted (% of
total shares
in issue)

Shares
abstained (%
of total
shares in
issue)

99.84%
0.16%
382 922 379
87.07%
0.23%

Ordinary
resolution 2:

Re-election of director: Karabo Nondumo

Shares voted
for (% total

shares voted)
Shares
voted
against (%
total
shares
voted)
Total shares
voted
(number)
Total shares
voted (% of
total shares
in issue)
Shares
abstained (%
of total
shares in
issue)
99.84%
0.16%
382 931 579
87.07%
0.23%
Ordinary
resolution 3:

Re-election of director: Vishnu Pillay

Shares voted
for (% total
shares voted)
Shares
voted
against (%
total
shares
voted)
Total shares
voted
(number)
Total shares
voted (% of
total shares
in issue)
Shares
abstained (%
of total
shares in
issue)
80.07%
19.93%

382 913 929

87.07%

0.24%

Ordinary
resolution 4:

Re-election of director: Andre Wilkens

Shares voted
for (% total
shares voted)
Shares voted
against (% total
shares voted)
Total
shares
voted
(number)
Total
shares
voted (%
of total
shares
in
issue)
Shares
abstained (%
of total
shares in
issue)
99.49%
0.51% 382 918 970
87.07%
0.24%

Ordinary
resolution 5:

Re-election of audit and risk committee member: John

Wetton

Shares voted
for (% total
shares voted)
Shares voted
against (% total
shares voted)
Total
shares
voted
(number)
Total
shares
voted (%
of total
shares
in
issue)

issue)
Shares
abstained (%
of total
shares in
issue)
99.91%
0.09% 382 920 452
87.07%
0.24%

Ordinary
resolution 6:

Re-election of audit and risk committee member: Fikile

De Buck
Shares voted
for (% total
shares voted)
Shares voted
against (% total
shares voted)
Total
shares
voted
(number)
Total
shares
voted (%
of total
shares
in
issue)
Shares
abstained (%
of total
shares in
issue)
99.90%
0.10% 382 952 720
87.08%
0.23%

Ordinary
resolution 7:

Re-election of audit and risk committee member: Simo

Lushaba

Shares voted
for (% total
shares voted)

Shares
voted

against
(% total

shares
voted)

Total shares voted
(number)

Total
shares

voted (%
of total

shares in
issue)

Shares

abstained (%
of total

shares in
issue)

91.38%

8.62% 382 952 324

87.08%

0.23%

Ordinary
resolution 8:

Re-election of audit and risk committee member:

Modise Motloba

Shares voted
for (% total
shares voted)

Shares
voted

against
(% total

shares
voted)

Total shares voted
(number)

Total
shares

voted (%
of total

shares in
issue)
Shares
abstained (%
of total
shares in
issue)
99.92%
0.08% 382 944 814
87.08%
0.23%
Ordinary
resolution 9:

Re-election of audit and risk committee member:

Karabo Nondumo
Shares voted
for (% total
shares voted)
Shares
voted
against
(% total
shares
voted)
Total shares voted
(number)
Total
shares
voted (%
of total
shares in
issue)
Shares
abstained (%
of total
shares in
issue)
99.92%
0.08% 382 944 071
87.08%
0.23%
Ordinary
resolution 10:

Reappointment of external auditors:
PricewaterhouseCoopers Incorporated
Shares voted
for (% total
shares voted)
Shares

voted
against
(% total
shares
voted)
Total shares voted
(number)
Total
shares
voted (%
of total
shares in
issue)
Shares
abstained (%
of total
shares in
issue)
91.69%
8.31% 382 946 063
87.08%
0.23%

Ordinary
resolution 11:

Approval of remuneration policy

Shares voted
for (% total
shares voted)
Shares voted
against (%
total shares
voted)
Total shares
voted (number)

Total
shares
voted (%
of total
shares in
issue)

Shares
abstained
(% of
total
shares in
issue)

91.03%

8.97% 382 874 083

87.06%

0.25%

Ordinary
resolution 12:

General authority to issue shares for cash

Shares voted
for (% total
shares voted)
Shares voted
against (%
total shares
voted)
Total shares
voted (number)

Total
shares
voted (%
of total
shares in
issue)

Shares
abstained
(% of

total
 shares in
 issue)
 92.59%
 7.41% 383 031 954
 87.10%
 0.21%
 Ordinary
 resolution 13:

Amendments to the share plan

Shares voted
 for (% total
 shares voted)
 Shares voted
 against (%
 total shares
 voted)
 Total shares
 voted (number)
 Total
 shares
 voted (%
 of total
 shares in
 issue)
 Shares
 abstained
 (% of
 total
 shares in
 issue)
 99.75%
 0.25% 382 438 891
 86.96%
 0.34%

Special
 resolution 1:
 To approve non-executive directors' remuneration

Shares voted
 for (% total
 shares voted)
 Shares voted
 against (%
 total shares
 voted)
 Total shares
 voted (number)
 Total
 shares
 voted (%
 of total
 shares in
 issue)

of total
shares in
issue)
Shares
abstained
(% of
total
shares in
issue)

99.78%

0.22%

382 950 306

87.08%

0.23%

APPOINTMENT OF DIRECTOR

As a result of an administrative oversight, the confirmation of Peter Steenkamp's appointment as a director of the Company was not incorporated in the notice convening the annual general meeting of the Company held on 25 November 2016, which meeting was the first general meeting of the Company occurring after Peter's aforesaid appointment. The directors have re-appointed Peter as a director of the Company immediately following the annual general meeting. The Company

apologises for the oversight and will include the confirmation of Peter's appointment as a director of the Company in the notice of the first general meeting to be held following his re-appointment.

ends.

For more details contact:

Riana Bisschoff
Company Secretary
+27(0)83 629 4706

Johannesburg, South Africa
28 November 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: November 28, 2016

Harmony Gold Mining Company Limited

By:

/s/Frank Abbott

Name: Frank Abbott

Title: Financial Director