

HARMONY GOLD MINING CO LTD

Form 6-K

November 23, 2015

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 23 November 2015

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

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**Issued by Harmony Gold
Mining Company Limited**

For more details contact:

Henrika Ninham

Investor Relations Manager

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Marian van der Walt

Executive: Corporate and Investor
Relations

+27(0) 82 888 1242

Corporate office:

Randfontein Office Park

P O Box 2

Randfontein

South Africa 1760

T +27 (11) 411 2000

Listing codes:

JSE: HAR

NYSE: HMY

ISIN no:

ZAE000015228

Registration no: 1950/038232/06

Harmony Gold Mining Company Limited

(Harmony), a world-class gold mining

and exploration company, has

operations and assets in South Africa

and Papua New Guinea. Harmony,

which has more than 60 years'

experience in the industry, is the third

largest gold producer in South Africa.

Our assets include 9 underground

mines and 1 open pit operation and

several surface sources in South Africa.

Our assets in PNG – an open pit mine

(Hidden Valley), as well as the

significant Golpu project – are held in a

joint venture. We also own several

exploration tenements, in Papua New

Guinea.

The company's primary stock exchange

listing is on the JSE with a secondary

listing on the New York Stock

Exchange. The bulk of our shareholders

are in South Africa and the United

States. Additional information on the

company is available on the corporate

website, www.harmony.co.za.

Results of Harmony's annual general meeting

Johannesburg: Monday, 23 November 2015: Harmony Gold Mining Company Limited ('Harmony' or 'the Company') advises shareholders that, at Harmony's annual general meeting held today, 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 2015 integrated annual report. There were 436 189 392 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: 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)

99.84%

0.16%

382 578 722

87.71%

0.02%

Ordinary

resolution

2:

Re-election of director: 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)
99.84%
0.16%
382 598 762
87.71%
0.01%

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Ordinary
resolution

3:

Re-election of director: Patrice Motsepe

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)

99.72%

0.28%

382 597 559

87.71%

0.01%

Ordinary

resolution

4:

Re-election of director: Joaquim Chissano

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)

98.86%
1.14%
382 579 092
87.71%
0.02%

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)

Shares
abstained
(% of total
shares in
issue)

99.94%
0.06%
382 596 703
87.71%
0.01%

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)
99.94%
0.06%
382 595 012
87.71%
0.02%

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4

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)

92.77%

7.23% 382 593 912

87.71%

0.02%

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)
99.93%
0.07% 382 573 859
87.71%
0.02%

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)
99.93%
0.07% 382 594 087
87.71%
0.02%

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)

99.88%

0.12% 382 577 893

87.71%

0.02%

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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)

91.65%

8.35% 382 559 893

87.70%

0.02%

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)
99.76%
0.24% 382 616 034
87.72%
0.01%
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)
99.91%
0.09% 381 810 609
87.53%
0.19%
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)

Shares
abstained
(% of total
shares in
issue)

99.89%
0.11% 382 516 542

87.70%

0.03%

Special
resolution

2:

Financial assistance to related and inter-related companies

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% 382 550 511

87.70%

0.03%

ends.

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 23, 2015

Harmony Gold Mining Company Limited

By:

/s/ Frank Abbott

Name: Frank Abbott

Title: Financial Director