

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)  
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