

HARMONY GOLD MINING CO LTD

Form 6-K

January 30, 2004





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 the Month of  
January 2004

**Harmony Gold Mining Company  
Limited**

Suite No. 1  
Private Bag X1  
Melrose Arch, 2076  
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





**Key indicators**

**Highlights for the quarter**

- solid operational performance with excellent cost control
- CONOPS implemented at Free Gold and Deelkraal. Negotiations underway for

**remainder of operations**

- good cash earnings allow for an interim dividend of 40 cents per share
- ARMI converts its Harmony equity
- acquisition of 42,2% of Avgold from Avmin. Offer to minorities to follow
- growth projects on schedule and within budget
- Abelle Limited feasibility study on Morobe completed and further good

**exploration results from Wafi**

**Quarterly financial highlights**

**31 December**

**30 September**

**2003**

**2003**

Cash operating profit

- Rand

271 million

333 million

- US\$

40 million

45 million

Cash earnings

- SA cents per share

105

130

- US cents per share

15

18

Basic earnings

- SA cents per share

92

(24)

- US cents per share

14

(3)

Headline earnings

- SA cents per share

(66)

(28)

- US cents per share

(10)

(4)

Fully diluted earnings

- SA cents per share

92

(24)

- US cents per share

14

(3)

Gold produced

- Kg

29 294

30 145

- Oz

941 826

969 179

Cash costs

- R/Kg

75 888

75 319

- \$/Oz

350

316

1







**Chief Executive's review**

*"Subsequent to quarter end the South African Rand has weakened to levels above R7,00 to the US Dollar following a correction in the US Dollar. The South African Rand could stabilise at these levels. If we receive an average gold price of R90 000/kg (+6%) for the coming quarter, our cash operating profits could increase by as much as 52%."*

**SAFETY REPORT**

We regret to report that during the last quarter 12 of our employees lost their lives in our operations. The company extends sincere condolences to the families, friends and relatives of the deceased.

The quarter's safety performance indicates an improvement with regards to key safety indicators except for the Fatality Frequency Rate. A number of shafts achieved good safety milestones.

**Date**

**Shaft**

**Fatality free shifts**

6 October 2003

Matjhabeng

1 000 000

8 October 2003

Tshepong

500 000

22 November 2003

Harmony 2

1 000 000

A team of internal safety auditors were trained to perform a safety system audit on all Harmony shafts during the coming quarter. The audit will assist in focusing our shafts to ensure that there is complete legal compliance.

2

Harmony review Q2/F2004





**Are the South African producers missing the Gold Bull Run?**

With the US Dollar gold price firmly above the US\$400/oz level, the strengthening of the South African Rand has resulted in South African producers not yet benefiting from the current bull run.

This has also impacted on the stock price performance of South African gold producers, who have seen their stock prices underperform relative to their North American peer group. There could still be an ideal opportunity for all stakeholders to participate in the benefits of a higher US Dollar gold price environment if the South African Rand were to weaken to more realistic levels. This will impact on the local industries' ability to fund its future growth through the re-investment of net cash flows. The capital cost to develop deep level mines in South Africa remains high.

Subsequent to quarter end the South African Rand has weakened to levels above R7,00 to the US Dollar following a correction in the US Dollar. The South African Rand could stabilise at these levels. If we receive an average gold price of R90 000/kg (+6%) for the coming quarter, our cash operating profits could increase by as much as 52%.

3

**SA Rand  
depreciation  
creates  
margin  
Margin  
erosion**







**The past quarter in review - solid operational performance for second quarter in a row**

Although the South African Rand continued its strong trend against the US Dollar reaching a high of R6,09 to the US Dollar during December 2003, Harmony again proved its operational resilience by returning a solid performance for a second quarter in a row. The South African Rand has during the past quarter reached levels last seen pre-March 2000, nearly four years ago.

Following the completion of the merger between Harmony and ARMgold on 22 September 2003, the September quarter results are presented in a pro forma combined format to allow for a quarter on quarter comparison.

The company reported decreased cash operating profits down by 19% from R332,9 million to R271,0 million.

4

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**CASH OPERATING PROFIT**

**0**

**200**

**\***

**400**

**600**

**800**

**1000**

**1200**

**Mar**

**'00**

**Jun**

**'00**

**Sep**

**'00**

**Dec**

**'00**

**Mar**

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Harmony Operating Profit  
Rand/Dollar Exchange Rate Movement





The performance of the company is highlighted in the following table:

		%
	<b>December 2003</b>	
	<b>September 2003</b>	
	<b>Variance</b>	
Production - kg	29 294	30 145
	(3)	
Production - oz	941 820	969 179
	(3)	
Revenue - R/kg	85 139	86 364
	(1)	
Cash cost - R/kg	75 888	75 319
	(1)	
Revenue - US\$/oz	393	362
	9	
Cash cost - US\$/oz	350	316
	(11)	
Exchange rate - R/US\$	6,75	7,42
	(9)	

The impact of the strong Rand is evident and despite a 9% increase in the US Dollar gold price, we received a R/kg gold price which, measured quarter on quarter, was another 1% lower at R85 139/kg. Cash working costs were well controlled, decreasing by 2% or R47,4 million. In R/kg terms, cash working costs increased marginally from R75 319 to R75 888/kg. Underground cash costs in R/tonne terms increased by 3% from R403/tonne to R414/tonne partly as a result of the 5% reduction in tonnage treated. In US Dollar terms our cash operating profit margin decreased slightly from US\$46/oz (13%) to US\$43/oz (11%).

Although we have reached an agreement with the labour unions on the introduction of CONOPS (continuous operations) at our Free Gold and Deelkraal operations, these benefits are only expected to start contributing to the operational performance of the company in three to six months' time. Activities related to the introduction of CONOPS are underway at the various Free Gold shafts and are progressing well. We are in the process of planning the introduction of CONOPS at the remaining Harmony operations. The business case for this approach is compelling and will bring us in line with international best practice in optimising capital efficiency. However, costs associated with the introduction of CONOPS have already been incurred. Increased labour charges and underground development to establish additional working places are reflected in the reported working costs. All stakeholders stand to benefit significantly from the successful introduction of CONOPS.





*A quarter on quarter cash operating profit variance analysis*

Cash operating profit September 2003

R332,9 million

- volume decrease (tonnes)

(5%)

(R124,5 million)

- working cost decrease (%)

2%

R47,4 million

- recovery grade increase (g/t)

2%

R50,9 million

- Rand gold price reduction (R/kg)

(1%)

(R35,7 million)

- net variance

(R61,9 million)

Cash operating profit December 2003

R271,0 million

**Quarter ended**

**Quarter ended**

**Earnings per share**

**December 2003**

**September 2003**

Cash earnings

105

130

Basic earnings

92

(24)

Headline earnings

(66)

(28)

Fully diluted earnings

92

(24)

The company continues to generate good cash earnings, returning 105 cents per share for the December 2003 quarter.

This was 19% less than the 130 cents per share reported previously.

*Reconciliation between basic and headline earnings*

**Quarter ended**

**Quarter ended**

**Earnings in cents per share**

**December 2003**

**September 2003**

Basic earnings

92

(24)

Less profit on sale of mining assets

1

4



Less profit on disposal of Russian  
investments net of tax

173 -

Add amortisation on ARMgold goodwill

16 -

(66)

(28)

Using a weighted average share capital of 230 324 449 shares, fully diluted earnings per share for the first half of the financial year totals 76 cents per share. Due to the company's consistent ability to generate good cash earnings, the Harmony Board feels that declaring a 40 cent dividend rewards our shareholders appropriately.

6

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*December quarter results at different gold prices*

During the past month the industry has seen extreme volatility in the R/US\$ exchange rate. The R/kg price of gold has varied between R81 000/kg and R97 000/kg. Being unhedged, the impact of the change in the gold price flows through to the cash operating profit line immediately. Using the December 2003 quarterly production and cash cost profiles, the effect of a change in R/kg gold price received, indicates the significant leverage of Harmony to currency fluctuations.

**Gold price**

**Cash operating**

**% Gold price**

**% Profit**

**(R/kg)**

**profit (R'million)**

**variance**

**variance**

85 139

271,0

Actual results for December 2003 quarter

90 000

413,4

6%

52%

95 000

560,0

12%

107%

100 000

706,4

18%

161%

105 000

852,8

24%

215%

**ARMI (AFRICAN RAINBOW MINERALS INVESTMENTS) CONVERTS ITS HARMONY EQUITY**

On 7 November 2003, the Boards of Avmin, Harmony and ARMI announced that they had reached agreement in principle regarding a range of indivisible transactions. On the implementation thereof, South Africa's largest Black controlled mineral resources company under the leadership of the current Harmony Chairman, Patrice Motsepe, will have been created.

The transactions are best illustrated as follows:

- Step 1 -

Harmony acquires Avmin's shareholding (42%) in Avgold (see next section for detail)

- Step 2 -

Avmin acquires ARMI's shareholding (14%) in Harmony and its effective interest of 41,5% in the Modikwa Platinum Joint Venture

- Step 3 -

Avmin acquires Kalplats from Harmony for R100 million (2 million Avmin shares)

- Step 4 -

Conclusion of a voting pool agreement between Harmony and ARMI with respect to their shareholding in Avmin.  
Harmony already owns 34,5% or 38 789 761 shares in Avmin.

7





The structure post the transaction:

The parties agreed that Avmin will change its name to African Rainbow Minerals (ARM) on completion of the transaction.

The rationale for the transaction being:

- to establish ARM as a fully empowered mineral resource company that could become a partner-of-choice for new South African mining ventures,
- to build a strong financial base for ARM to support new mining investments, and
- to increase ARM's stake in Harmony from 14% to above 20%.

The relevance to Harmony is that ARM will, without placing Harmony's Black Economic Empowerment credentials at risk, be well positioned to participate in further growth opportunities that the African mining sector offers. Harmony could stand to benefit.

The range of transactions are expected to be completed by mid-April 2004.

8

Harmony review Q2/F2004

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## **OUR GROWTH STORY CONTINUES - UPGRADING THE QUALITY OF OUR PRODUCTION BASE**

### **Harmony to acquire Avgold**

On 13 November 2003 the company announced that it had reached an in principle agreement regarding the acquisition of Avmin's 42,2% interest (286 305 263 shares) in Avgold Limited (Avgold) at R10,11 per share. The purchase price of R2 894 million will be settled by the issue of 28 630 526 new Harmony shares.

This follows an announcement on 15 July 2003 that we had acquired 11,5% or 77 540 830 shares in Avgold at a consideration of R7,91 per Avgold share, which was discharged by the issue of 6 960 964 new Harmony shares. If the acquisition of the Avgold shares becomes unconditional, the company will own approximately 54% of Avgold, and a mandatory offer of 1 Harmony share per 10 Avgold shares will be made to Avgold minorities. On an assumption of a 100% acceptance of the offer a total of 60 259 832 new Harmony shares will be issued. At a Harmony share price of R114,40 per share, (as at 19 January 2004) the company will have a market capitalisation of R36,5 billion, making it one of the ten largest companies listed on the JSE Securities Exchange, South Africa.

Avgold owns the Target Mine in the Free State. The mine is expected to produce in excess of 300 000 ounces per annum at a cash cost of US\$230,00 per ounce, even at the current strong South African Rand levels. The operation has a life of mine of 18 years. Avgold also owns the prospective Target North Project area which has a resource of 59,6 million ounces.





Harmony already has a significant presence in the Free State with annual production in excess of 55 tonnes or 1,8 million ounces. With the inclusion of the Target Mine, production from this region is expected to increase and a range of synergistic benefits will be realised.

Important dates scheduled for the completion of the acquisition:

-  
-

Wednesday, 11 February - Avgold board approve scheme and independent Avgold committee provides opinion and recommendation

Tuesday, 17 February 2004 - publication of full terms of the Scheme of Arrangement

- Wednesday, 24 March 2004 - Avgold Scheme meeting to be held
- Tuesday, 6 April 2004 - court hearing to sanction Scheme
- Monday, 19 April 2004 - new Harmony shares listed

#### **Disposal of Kalgold to Afl ease**

On 7 November 2003 we announced that we agreed to sell our Kalgold Operations to The Afrikander Lease Limited (Afl ease) for a consideration of R275 million.

In terms of the agreement, Afl ease will pay Harmony an amount of R137,5 million in cash, with the remaining R137,5 million being funded with the issue of ordinary shares at a price of R5,35. This was based on the seven day volume weighted average Afl ease share price at that time. A total of 25 700 935 shares will be issued to Harmony.

10

Harmony review Q2/F2004

### **TARGET AND TARGET NORTH PROJECT AREAS**

#### **Target Mine**

- **production - 350 000 oz pa**
- **production costs - US\$180/oz**
- **reserves - 3.9 Moz**
- **resource 3.9 Moz**
- **L.O.M. - 18 years**

#### **Target North**

- **resource - 59,6 million oz**

(excluding Ori bi)

- **in process of completing**

**feasibility study**

**(note: resources are calculated  
excluding reserves)**







The remaining conditions precedent to the transaction being:

- Afters making the cash payment by 28 February 2004, and
- the consent of the Minister of Minerals and Energy.

Approval in terms of the Competitions Act was granted on 19 December 2003.

We continue to manage the operations until all the conditions precedent have been met.

### **STRATEGIC INVESTMENTS**

The rationalisation of our strategic investment portfolio continued during the quarter and decisions on both Bendigo and Gidgee were taken. We will continue to focus on identifying projects and exploration opportunities which in the longer term could deliver value to our shareholders.

#### **• Bendigo (31,6% Harmony)**

Harmony owned an option which expired on 31 December 2003, to subscribe for 360 million new shares in Bendigo Mining NL ("BMNL") at a price of A\$0,30 cents per share.

Based on the Bendigo share price of A\$0,19 cents per share at that date, the company informed the Board of Bendigo that it would not be exercising the option.

Bendigo owns all of the rights to a very large gold endowment (in excess of 12,5 million ounces) at the town of Bendigo in Victoria, Australia. Bendigo has for the past 2 years been conducting an intensive underground exploration programme and feasibility study. The results of this study are expected in the first quarter of 2004. Harmony, which owns 31,6% of the company retains an exposure to this prospective resource and will continue to work with the Board of Bendigo and its advisors to determine the optimal method to develop and fund the project.

#### **• Abelle Limited (83% Harmony)**

##### *Hidden Valley Project (Morobe) Feasibility Study*

Preliminary results of the feasibility study conducted by Abelle were announced at the end of December 2003. The studies have confirmed earlier projections that the optimal development route would encompass a project that will produce 290 000 300 000 oz of gold and 4,5 million ounces of silver per annum (total gold equivalent of 360 000 oz/annum) from an initial open pit reserve of 2,04 million ounces of gold and 27,5 million ounces of silver. In addition to this reserve, the project area contains significant inferred resources already identified but which have not been included in the mining schedules. These include open pit extensions and lower grade ores from the current pits, several nearby ore bodies which have open pit potential and numerous high-grade targets which will be mineable by open pit methods.





An agreement has been reached with Misima Mines Limited on the purchase for A\$8,5 million of the gold and silver plant which currently treats 6,5 million tonnes per annum of softer ores. This acquisition of a large high quality plant which is already situated in PNG provides significant advantages in both timing and capital costs during the construction phase of the project.

Harmony is currently reviewing the technical and financial parameters of the study.

***Wafi Gold Project***

Drilling at the Link Zone of the Wafi gold project continued during the quarter. The results have confirmed and extended the mineralisation previously discovered, with the most significant results including:

**Hole No.**

**Intersection**

**Grade**

**Depth below collar**

**length**

WR 186

43 m @

3,05 g/t

from 192 m

17 m @

4,58 g/t

from 358 m

16 m @

6,17 g/t

from 446 m

WR 188

55 m @

10,58 g/t

from 373 m

WR 189

58 m @

6,45 g/t

from 295 m

17 m @

5,36 g/t

from 525 m

Preliminary reviews of the metallurgical and processing characteristics of these ores have been initiated.

A significantly more intensive drilling programme aimed at defining the extent and scale of the discoveries made to date and the better definition of resource tonnage and grade, will be undertaken during 2004.

***Golpu Copper Gold Project***

A pre-feasibility "scoping" study to define better the economic potential of the Golpu Copper Gold porphyry (current resource 74,6 m tonnes @ 1,66% copper and 0,84 g/t gold at 1,55% "copper equivalent" cut off) is in progress. It is estimated that the orebody contains 1,24 m tonnes of copper metal and 2 m oz of gold. This orebody is only 1,4 km from the Wafi gold deposit and there are likely to be significant synergies in the ultimate development of these projects.

***Gidgee Operations***

This operation was sold during the quarter for an effective consideration of A\$6,5 million.

12

Harmony review Q2/F2004





**QUARTERLY OPERATIONAL REVIEW**

A quarter on quarter pro-forma combined operating profit analysis of the various operations is as follows:

**December 2003**

**September 2003**

**Variance**

**Operations**

**(R'million)**

**(R'million)**

**(R'million)**

Free Gold

149

165

(16)

Free State

25

7

18

Evander

22

39

(17)

Randfontein

28

40

(12)

Elandskraal

(29)

(6)

(23)

Welkom/Orkney

26

33

(7)

Kalgold

9

13

(4)

Australian Operations

41

42

(1)

Total

271

333

(62)

**Free Gold Operations - CONOPS commences**

The Free Gold Operations reported a 10% or R16 million reduction in cash operating profit, down from R165 million to R149 million.

Tonnage from underground increased marginally from 1 254 000 tonnes to 1 259 000 tonnes. Underground grade recovered from 6,27 g/t to 6,64 g/t. Net underground gold recovery was 6% higher at 8 364 kg.

Surface tonnages were 233 000 tonnes less at 869 000 tonnes, and at a lower recovery grade of 0,64 g/t resulted in a net gold recovery of 558 kg.

Preparation for CONOPS resulted in working costs at these operations increasing by 8% or R41,4 million quarter on quarter from R530,8 million to R572,2 million. Agreements on CONOPS (continuous operations) were concluded on all the shafts. The shaft teams have been occupied with related activities, i.e. recruitment, training and implementation of shaft schedules to allow for the changes envisaged. We anticipate that CONOPS will be completed over a 9 to 12 month period. Due to the higher underground recovery grades, underground working costs in R/kg terms increased by only 1% from R67 492/kg to R68 416/kg.

13







Bambanani returned an overall operational improvement with increased tonnages and recovery grade. Working costs were well controlled, increasing marginally from R448/tonne to R451/tonne. Underground tonnage at 403 000 tonnes was 6 000 tonnes higher than the previous quarter. As a result of mainly a 10% increase in grade, underground gold recovery was 11% or 278 kg higher at 2 734 kg.

Tshepong continued to deliver good results with cash operating profits decreasing from R109,7 million to R107,2 million. Gold recovery was up 5% or 162 kg higher at 3 266 kg. Cash costs increased from R51 302/kg to R51 883/kg. In R/tonne terms, costs increased by 4% to R429/tonne, mainly due to preparation for CONOPS.

***Tshepong Sub 66 Decline Project - on schedule and within budget***

*The Tshepong Sub 66 Decline Project is progressing well with all major designs completed and major equipment procured. No major issues that would have an impact on the project cost or schedule, have arisen or are foreseen at this stage.*

*Final estimated cost of R280,5 million is slightly more than the approved capital of R280,2 million with progressive expenditure as at 31 December 2003 being R78,5 million. Project completion remains July 2006 and after 8 months the project is on schedule. A total of 1 738 metres of development has been completed. 3 958 development metres remain.*

*The monorail and monorail has been partly installed and will be commissioned in February 2004 for beneficial use during the sinking phase of the project. The conveyor is expected to be commissioned during April 2004.*

Joel continues to steadily improve, reporting a cash operating profit of R0,7 million. This shaft reported a further 5% increase in underground tonnage to 142 000 tonnes, the highest tonnage achieved since the acquisition of this shaft some two years ago. The erratic nature of the Joel orebody was however evident as the recovery grade dropped from 4,62 g/t to 4,13 g/t.

***Phakisa Shaft - first blast on 11 September 2003***

*The project, with a life of mine of 20 years commenced on 11 September 2003.*

*The shaft has been sunk to 2,6 metres below 77 level station elevation or 2 376 metres below surface. A total of 156 metres still needs to be sunk and 3 stations will have to be developed. Station development on 77 level is underway and will be completed in the next quarter. Raise borer sites will be established on 66 level as well as 75 level to drill a ventilation hole which is necessary for cooling the shaft and the 3 stations that are to be developed.*

*The capital estimate remains unchanged at R549 million. The mine design caters for 95 200 tons milled per month at a recovered grade of 7,6 grams per tonne and is planned to produce 280 000 ounces per annum. It is envisaged that 2 400 employment opportunities will be created.*

14

Harmony review Q2/F2004





CONOPS was implemented on St Helena Mine on 10 November 2003. The benefits from the implementation of this initiative are only expected to have a favourable impact in three to six months time. The main focus of this shaft is to ensure that short term profitability is established. No. 2 Shaft was finally closed and good improvements were made with underground volumes at the operations being monitored. Cash working costs decreased by R17 million quarter on quarter.

**Free State Operations - excellent operational performance**

The Free State Operations reported a significant increase in cash operating profits, up from R6,5 million to R24,8 million. Underground tonnage was 11 000 tonnes or 1% lower at 1 145 000 tonnes. At a higher recovery grade of 4,43 g/t underground production was 5% higher at 5 078kg. These operations are now delivering the results from significant operational improvements made over the past three quarters.

Working cost expenditure of R414,2 million was well contained and was R0,5 million less than the previous quarter. Unit costs increased by 1% to R362/tonne.

Discussions on implementing CONOPS on the Free State Operations got underway in mid- January 2004.

***Masimong Expansion Project - tonnage and grade improvements***

*The Masimong Expansion Project which includes the mining of the Saaiplaas 3 pillar is progressing well. Total tonnage milled increased to 370 000 tonnes and at a recovery grade of 5,8 g/t (an improvement of 22%) resulted in a total gold recovery of 2 146 kg, up from 1 743 kg during the September 2003 quarter. Working costs at these project operations increased by 6%, mainly due to increased development and tonnages.*

**Evander Operations - operational turnaround on track**

Cash operating profits at these operations decreased by 44% from R39,5 million to R22,1 million.

Lower underground tonnages of 483 000 tonnes compared to 538 000 tonnes reported previously at a higher underground recovery grade of 5,7 g/t, resulted in net gold recovery being 8% lower at 2 768 kg compared to 3 015 kg for the September 2003 quarter.

The main contributor to the lower recovery was Evander 7 Shaft which saw fewer m<sup>2</sup> mined from higher grade panels. Recovery grades at Evander 8 Shaft were in line with expectations.

Although total cash working costs were 2% or R5,0 million lower at R217,9 million, due to the lower tonnage, underground unit costs in R/kg terms increased by 9% from R411/tonne to R448/tonne.







**Randfontein Operations - increased underground tonnages make up for lower recovery grades**

The Randfontein Operations reported lower cash operating profits of R28,3 million, a 30% decrease on the previous quarter. Although tonnages from underground increased by 3% or 22 000 tonnes to 716 000 tonnes, underground recovery grades were lower at 4,53 g/t compared to the 4,89 g/t reported previously. Over the past two quarters, underground tonnages have increased by some 10%, in part making up for lower recovery grades due to lack of higher grade working areas.

Surface tonnages treated decreased marginally from 546 000 tonnes to 530 000 tonnes.

At a similar recovery grade gold recovery was 137 kg.

Good cost management resulted in total working costs of R259,9 million which was R4,7 million lower than the R264,6 million for the September 2003 quarter. Although underground working cost per tonne decreased by 5% to R349,00 per tonne, working costs in R/kg terms increased by 3% from R75 018/kg to R77 007/kg due to the lower underground recovery grades.

The main contributor to the underperformance of these operations was Cooke 3 Shaft. This shaft has been experiencing lower volumes and recovery grades following management's decision to increase the cut-offs due to the lower R/kg gold price recovered. The benefits of this decision became evident during December with the shaft reporting an upward trend in recovery grade.

***Doornkop South Reef Project***

*The project continues at its planned pace with the focus on obtaining increased hoisting capacity from the Sub Shaft and the completion of all preliminary work required to start the sinking of Main Shaft. The upgraded hoisting infrastructure in the Sub Shaft has been partially commissioned. All men and materials utilised in this portion of the project are transported through this facility. The rock hoisting infrastructure is scheduled for re-commissioning in February 2004 with a potential to hoist 1 500 tonnes per day, up from the original 500 tonnes per day previously. Work in Main shaft has been focussed on creating infrastructure to split the upper Kimberley production area from the sinking shaft below 132 Level. A sinking bank is being installed on 132 Level with the sinking stage following some 120 metres below so that shaft bottom activities can commence.*

*Mine design and scheduling continues to receive high priority with the focus being on optimising the build up of tonnage to 135 000 tonnes per month after the main shaft is commissioned in mid 2006. The priority development ends on the upper levels have been identified.*

16

Harmony review Q2/F2004





**Elandskraal Operations - Deelkraal adversely impacts on results**

Elandskraal reported a loss of R29,1 million at cash operating profit level, compared to the loss of R6,5 million as at the end of September 2003. These operations were adversely affected by the effects of an underground fire at Elandsrand which resulted in the loss of three working shifts. Although underground tonnage milled increased by 3% from 491 000 tonnes to 506 000 tonnes, gold recovery continued to be adversely influenced by dilution from waste tonnages unavoidably being tipped into reef ore passes at Elandsrand. This impacted on both recovery grade and working costs. At a recovery grade of 5,00 g/t compared to the 5,38 g/t of the September 2003 quarter, gold recovery was 4% or 114 kg lower at 2 527 kg compared to the 2 641 kg reported previously. Elandsrand reported an underground recovery grade of 5,4 g/tonne.

Total working costs were higher, increasing 2% or R4,2 million to R248,3 million from R244,1 million for the previous quarter. Due to increased tonnages from underground, these operations reported a marginal increase in underground R/tonne cost terms, increasing from R475/tonne to R477/tonne. Due to lower recovery grades, in R/kg terms total cash costs increased by 9% from R88 490/kg to R96 471/kg.

Deelkraal, which contributed R17,0 million to the losses incurred by Elandskraal, reached agreement with the unions on CONOPS on 19 December 2003. This was however not in time to address the production problems experienced at the operation. Current activities are aimed at addressing the lack of mining flexibility which resulted in production targets not being met. Underground reef and waste systems have also been split, thereby eliminating grade dilution due to excess waste tonnages. Similar tonnage of 139 000 tonnes at a recovery grade of 4,0 g/t were reported.

Underground R/kg costs were excessively high at R115 000/kg.

The risks at these operations remain high and if profitability is not established in the short term, permanent closure will be considered.

***Elandsrand New Mine Project***

*Work on the key infrastructure in the new section of the mine is progressing well.*

*Ledging is underway in the 102/34 stope and values sampled currently average 2 500 cmg/t. An additional 3 raiseline holings are expected to be completed in the next six months, Development values are higher than planned, at an average of 2 000 cmg/tonne.*





18

Harmony review Q2/F2004







*The lining of the 109/113 reef transfer has been completed and lining of the 113/115 silo will commence on completion of slipping. The construction and commissioning of the 113 reef transfer belt is planned for the coming quarter. This will allow for trial hoisting from 115 Level. Loading facilities and the conveyor belt to feed the second rock winder on 115 Level are being put in place.*

*Access development on 105 Level has reached the East-West break away and the first crosscut will intersect reef in May 2004. Extensive drilling will be done from the crosscut to firm up on structural geology of the area. 109 Level, which has been standing for close on a year as result of the intersection of high-pressure gas pockets in the Cobra Dyke, will be restarted during January 2004. The same phenomenon has been encountered 20 metres into the Cobra Dyke on 113 Level. Initially this will negatively impact the rate of advance as additional cover holes are being drilled as a precautionary measure. The advance per blast will be restricted to 1,5 metres on both 109 and 113 Levels until the ends clear the Cobra Dyke, which is 200 metres wide.*

**Welkom/Orkney Operations - good performance continues**

These operations reported a 20% or R6,4 million reduction in cash operating profit, down from R32,8 million to R26,4 million.

As planned underground tonnage decreased by 22 000 tonnes to 538 000 tonnes and at a higher recovery grade of 5,60g/t, net gold recovery was 3% or 105 kg less at 3 012 kg.

In line with the lower tonnages, cash working costs were R8,8 million lower at R229,1 million. In R/kg terms costs decreased from R76 321/kg to R76 076/kg.

**Kalgold Operations - steady performance**

Cash operating profits were lower at R8,9 million, down from the R13,3 million for the September 2003 quarter.

Tonnage at our Kalgold Operations decreased by 40 000 tonnes or 11% quarter on quarter, decreasing from 367 000 tonnes to 327 000 tonnes. At a lower recovery grade of 1,97 g/t compared to the 2,12 g/t for the previous quarter, net gold recovery was lower at 643 kg.

Working costs decreased by 16% or R8,5 million to R45,4 million. In R/tonne terms, working costs decreased by 5% from R147/tonne to R139/tonne whilst R/kg costs increased marginally from R69 199/kg to R70 628/kg.





**Australian Operations - optimising production profile delivers further improved results**

Our focus on optimising cash operating profits at the expense of volumes at our Australian operations is paying dividends with a good all round performance. The operations delivered a profit similar to that achieved in the September quarter from a smaller volume of higher quality ounces.

The main features of the quarter were:

***Mt Magnet***

The open pit tonnages increased due to the commencement of mining of the upper portions of the St George and Watertank Hill deposits following the successful moving of the town's water infrastructure facilities.

The underground operations at Hill 50 continued to be seriously constrained till late December 2003 when the work on the new ventilation raises was completed and the restrictions to the air flow in the deeper parts of the mine were eliminated.

As the further deepening of the Star underground decline does not provide a satisfactory return on a total cost basis at current gold prices, operations at Star were restricted to stoping and to development on levels which already have decline access. Mining tonnages at Star are expected to decrease by mid-year and will be replaced by the underground exploitation of the high grade ores which exist beneath the St George open pit by the end of 2004.

Gold production relative to the previous quarter dropped from 42 070 ounces to 40 663 ounces.

***South Kal Mines***

Total gold production dropped from 36 865 ounces to 29 122 ounces as a result of total dedication of the New Celebration Mill to toll milling activities. Only the Jubilee mill treated Harmony ore during the quarter.

Underground operations had another slightly improved quarter, whilst open pit profits increased substantially despite lower tonnage as ore was sourced from a different combination of pits.

Good progress was made in the exploration of the new large underground orebody discovered in mid 2003 adjacent to the underground mining infrastructure at Mt Marion.

20

Harmony review Q2/F2004





*Northern Territory Joint Venture (50%)*

The exploration and evaluation programme in the Northern Territory continued throughout the quarter.

The enhancement of both the grade and tonnage of the Zapopan orebody and a new design for its underground development indicate the potential for a mine with attractive economic fundamentals. Exploration and evaluation of the new surface orebodies continues to improve the inventory of open pit material that would be mined and processed simultaneously with the Zapopan ore.

These exploration/evaluation programs and studies are due to be completed during the second quarter of 2004.

21







**CAPITAL EXPENDITURE**

**Actual**

**Forecast**

**Operational capex**

**December 2003**

**March 2004**

Free State

12

10

Evander

23

27

Randfontein

15

12

Elandskraal

4

5

Kalgold

-

-

Free Gold

17

16

Welkom/Orkney

2

-

Australian Operations

46

40

**Sub total**

**119**

**110**

**Actual**

**Forecast**

**Project capex**

**December 2003**

**March 2004**

Doornkop South Reef

21

24

Elandsrand Shaft Deepening

25

22

Tshepong Decline

27

30

Phakisa Shaft

24

26

Nyala Shaft

7

4

**Sub total**

**104**

**106**

**Total capex**

Free State

12

10

Evander

23

27

Randfontein

36

36

Elandskraal

29

27

Kalgold

-

-

Free Gold

75

76

Welkom/Orkney

2

-

Australian Operations

46

40

**Total**

**223**

**216**

22

Harmony review Q2/F2004





23

**NOTICE OF INTERIM DIVIDEND**

A dividend No. 78 of 40 cents per ordinary share being the interim dividend for the six month period ending 31 December 2003, has been declared payable on 8 March 2004 to those shareholders registered as such in the books of the company at the close of business on 5 March 2004.

The dividend is declared in the currency of the Republic of South Africa.

Any change in address or dividend instruction to apply to this dividend must be received by the company's transfer secretaries or registrar not later than 27 February 2004.

No dematerialisation or rematerialisation of share certificates may occur between 1 March 2004 and 5 March 2004, both days inclusive, nor may any transfers between registers take place during this period.

This announcement will be mailed to all registered holders on or about 2 February 2004.

Last day to trade ordinary shares cum dividend

27 February 2004

Ordinary shares trade ex dividend from

1 March 2004

Record date

5 March 2004

Payment date

8 March 2004

By order of the Board.

**MP van der Walt**

*Company Secretary*

Virginia

26 January 2004

24

**Operating and financial results**

(Rand/metric)

**Underground production South Africa**

**Surface production South Africa**

**Open-**

**South**

**Aus-**

**Free**

**Rand-**

**Elands-**

**Free Orkney/**

**Sub**

**Free**



**Rand-**  
**Elands-**  
**Free**  
**Sub**  
**cast**  
**Africa**  
**tralia Harmony**  
**State Evander**  
**fontein**  
**kraal**  
**Gold Welkom**  
**total**  
**State Evander**  
**fontein**  
**kraal**  
**Gold**  
**total Kalgold**  
**Total**  
**Total**  
**Total**  
**Dec-03**  
**1 145**  
**483**  
**716**  
**506**  
**1 259**  
**538**  
**4 647**  
**422**  
**45**  
**530**  
**114**  
**869**  
**1 980**  
**327**  
**6 954**  
**1 229**  
**8 183**  
**Ore milled - t'000**  
**Sep-03**  
**1 156**  
**538**  
**694**  
**491**  
**1 254**  
**560**  
**4 693**  
**227**  
**47**  
**546**  
**296**

1 102

2 218

367

7 278

1 316

8 594

**Dec-03**

**5 078**

**2 768**

**3 244**

**2 527**

**8 364**

**3 012**

**24 993**

**200**

**30**

**137**

**47**

**558**

**972**

**643**

**26 608**

**2 687**

**29 294**

**Gold produced - kg**

Sep-03

4 850

3 015

3 391

2 641

7 864

3 117

24 878

133

31

141

118

742

1 165

779

26 822

3 323

30 145

**Dec-03**

**4,43**

**5,73**

**4,53**

**4,99**

**6,64**

**5,60**

**5,38**

0,47  
0,67  
0,26  
0,41  
0,64  
0,49  
1,97  
3,83  
2,19  
3,58

**Yield - g/t**

Sep-03

4,20

5,60

4,89

5,38

6,27

5,57

5,30

0,59

0,66

0,26

0,40

0,67

0,53

2,12

3,69

2,53

3,51

**Cash operating**

**Dec-03**

**81 566**

**78 154**

**77 007**

**95 485**

**68 416**

**76 076**

**76 941**

**67 064**

**52 067**

**74 241**

**149 489**

**63 614**

**69 620**

**70 628**

**76 521**

**69 618**

**75 888**

**Costs - R/kg**

Sep-03

85 499

73 337  
75 018  
88 284  
67 492  
76 320  
76 050  
70 238  
58 903  
72 184  
93 102  
65 736  
69 620  
69 199  
75 572  
73 280  
75 319

**Cash operating**

**Dec-03**

**362**  
**448**  
**349**  
**477**  
**455**  
**426**  
**414**  
**32**  
**35**  
**19**  
**62**  
**41**  
**34**  
**139**  
**293**  
**152**  
**272**

**Costs - R/ton**

Sep-03

359  
411  
367  
475  
423  
425  
403  
41  
39  
19  
37  
44  
37  
147

279

185

264

**Working revenue**

**Dec-03**

**435 492**

**237 494**

**276 427**

**215 283**

**708 578**

**255 506**

**2 128 780**

**16 907**

**2 498**

**11 804**

**3 964**

**47 403**

**82 576**

**54 303**

**2 265 660**

**228 414**

**2 494 074**

**(R'000)**

**Sep-03**

419 027

259 722

292 601

227 545

680 764

270 724

2 150 384

11 458

2 713

12 214

10 135

64 242

100 763

67 227

2 318 374

285 059

2 603 433

**Cash operating**

**Dec-03**

**414 190**

**216 330**

**249 812**

**241 290**

**572 230**

**229 141**

**1 922 992**

**13 413**

1 562

10 171

7 026

35 471

67 643

45 414

2 036 049

187 034

2 223 083

**Costs (R'000)**

Sep-03

414 668

221 110

254 388

233 158

530 758

237 890

1 891 971

9 342

1 826

10 178

10 986

48 776

81 108

53 906

2 026 985

243 511

2 270 496

**Cash operating**

**Dec-03**

21 302

21 164

26 616

(26 007)

136 349

26 365

205 788

3 495

936

1 633

(3 062)

11 932

14 934

8 890

229 611

41 379

270 991

**Profit (R'000)**

Sep-03

4 359

38 612

38 214  
(5 613)  
150 006  
32 835  
258 413  
2 117  
887  
2 036  
(851)  
15 466  
19 655  
13 321  
291 389  
41 548  
332 937







25

**Total Operations quarterly financial results**

(Rand/metric) (unaudited)

**Quarter ended**

**Quarter ended**

**31 December**

**30 September**

**2003**

**2003**

**(including**

**(excluding**

**ARMgold)**

**ARMgold)**

Ore milled - t'000

**8 183**

6 854

Gold produced - kg

**29 294**

22 725

Gold price received - R/kg

**85 139**

86 258

Cash operating costs - R/kg

**75 888**

76 693

**R million**

**R million**

Gold sales

**2 494**

1 960

Cash operating costs

**2 223**

1 743

Cash operating profit

**271**

217

Income from associates

**(34)**

(7)

Amortisation

**(246)**

(142)

Profit on sale of Highland & High River

**522** -

Mark to market of financial instruments

**11**

(172)

Rehabilitation cost provision

**(18)**

(10)

Employment termination costs

<b>(20)</b>	
(12)	
Other income - net	
<b>65</b>	
70	
Minority Interest	
<b>(6)</b>	-
Interest paid	
<b>(107)</b>	