**FORM 52-102F3**
**MATERIAL CHANGE REPORT**

1. **Name and Address of Company**

   Harmony Gold Corp.
   Suite 200-551 Howe Street
   Vancouver, British Columbia V6C 2C2

2. **Date of Material Change**

   November 25, 2009

3. **Press Release**

   The Press Release dated November 25, 2009 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
   The Company announces an increase to the private placement announced November 9 to five million units.

5. **Full Description of Material Change**

   See attached press release dated November 25, 2009

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

   Not Applicable

7. **Omitted Information**

   Not Applicable

8. **Executive Officer**

   Craig Englesman, President

   (604) 683-5445

9. **Date of Report**

   February 10, 2010

**Vancouver, BC, November 25, 2009 – Harmony Gold Corp.** (the "**Company**") announces that due to significant demand it has determined to increase the "part and parcel" private placement of $3.5 million previously announced on November 9, 2009, to up to $5 million, by issuing units at a price of $0.35 per unit (the "**Offering**"). Each unit will consist of one common share and one half of a transferable share purchase warrant, each whole warrant exercisable into an additional common share of the Company for a period of one year at a price of $0.65 per common share.

Finder's fees of cash, securities or a combination thereof, in the amount of 10% of the gross proceeds of the Offering may be payable in connection with the Offering.

The Offering and the underlying transaction (the "**Transaction**") between the Company and Full Metal Minerals Ltd. are subject to the approval of the TSX Venture Exchange. The Company may close a portion of the Offering in escrow pending receipt of final approval to the Transaction by the TSX Venture Exchange.

The proceeds of the Offering will be used to fund option payments and work programs to be conducted by the Company on the Lucky Shot Property, Alaska and for general and administrative expenses.

**HARMONY GOLD CORP.**

Per: *"Craig M. Engelsman"*
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President
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