SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

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Check box if no longer subjec

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Cod

to filing requirement								
Name and Address of Reporting Person	Issuer Name and Trading Syr	mbol			7. Relationship	of Reporting Person to Issue	er (Uneck all applicable	
ALLIANCE GLOBAL GROUP, INC.	MEGAWORLD CORPORATION ("MEG")						(Oncon all applicable	
(Last) (First) (Middle)	Tax Identification Number		Statement for Month/Year		Director Officer (give title below			X 10% Owner Other (specify below)
7/F I880 Eastwood Avenue, Eastwood	000-831-302	April 2012						
(Street)	4. Citizenship		If Amendment, Date of Original (MonthYear					
City CyberPark Bagumbayan, Q.C. (City) (Province) (Postal Code)	Filipino		Original (Month Feat					
(City) (Province) (Postal Code)			Tah	le 1 - Equity Secu	rities Reneficially	Owned		
Class of Equity Security	Transaction Date Securities Acquired (A)		·		Amount of Securities Owned at End of Month		4 Ownership Form: Direct (D) or Indirect (I) *	Nature of Indirect Beneficial Ownership
	(Month/Day/Year)	Amount (A) or (D)		Price	%	Number of Shares	1	
COMMON SHARES AT P1.00 PAR VALUE		Amount	(A) or (D)	1 1100	28.07%	8,887,831,663		
PREFFERED SHARES AT P0.01 PAR VALUE					18.95%	6,000,000,000		
TOTAL					47.02%	14,887,831,663		Balance as of 3/31/12
					1110270	1 1,001,001,000	(-)	
	April 17, 2012	117,024,754	(A)	1.99				
		117,024,754			47.39%	15,004,856,417	(D)	Balance as of 04/30/12

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
 - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
 - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
 - (A) held by members of a person's immediate family sharing the same household;
 - (B) held by a partnership in which such person is a general partner;
 - (C) held by a corporation of which such person is a controlling shareholder; or
 - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

FORM 23-B (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

Derivative Security	2. Conversion of Exercise Price of Derivative Security	Number of Derivative Securities Acquired (A) or Disposed of (D) Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)			Security	Derivative Securities Beneficially Owned at	ye ship Form of Derivative Be ally Security; Or	10. Nature of Indirect Beneficial Ownership			
		Amount	(A) or (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		End of Month	or Indirect (I) *	

Explanation of Responses:	N/A
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Note: File **three (3)** copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

Date

- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared.
- c. Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected.
- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be identified.
- e. If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any securities of the issue, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Item 6. Material to be Filed as Exhibits

Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:

- a. the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and
- b. the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of any proxy as disclosed in Item 5.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in Quezon City on ____ March 2012.

SIGNATURE

By:

First Vice President for Finance

& Corporate Information Officer