

Wainwright T.Scott
 Form 4
 March 20, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Wainwright T.Scott

2. Issuer Name and Ticker or Trading Symbol
 MAGNEGAS CORP [MNGA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)

P.O. BOX 40411

03/30/2011

President

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

ST. PETERSBURG, FL 33743

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common stock, par value \$0.001 per share ⁽¹⁾	03/30/2011		A		35,000	A	\$ 0 48,500	D
Common stock, par value \$0.001 per share ⁽¹⁾	06/28/2011		A		35,000	A	\$ 0 83,500	D
Common stock, par	08/20/2011		A		35,000	A	\$ 0 118,500	D

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value \$0.001 per share ⁽¹⁾							
Common stock, par value	11/01/2011	A	35,000	A	\$ 0	153,500	D
\$0.001 per share ⁽¹⁾							
Common stock, par value	12/16/2011	A	35,000	A	\$ 0	188,500	D
\$0.001 per share ⁽¹⁾							
Common stock, par value	04/30/2012	A	35,000	A	\$ 0	223,500	D
\$0.001 per share ⁽¹⁾							
Common stock, par value	05/17/2012	S	35,000	D	\$ 6.3	188,500	D
\$0.001 per share ⁽¹⁾							
Common stock, par value	02/19/2013	S	2,300	D	\$ 1.41	186,200	D
\$0.001 per share							
Common stock, par value	02/20/2013	S	2,400	D	\$ 1.4	183,800	D
\$0.001 per share							
Common stock, par value	02/23/2013	S	1,100	D	\$ 1.35	182,700	D
\$0.001 per share							

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option to purchase common stock ⁽¹⁾	\$ 1.5	05/10/2012		A	450,000	<u>(2)</u> <u>(3)</u>	Common stock, par value \$0.001 per share	450,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wainwright T.Scott P.O. BOX 40411 ST. PETERSBURG, FL 33743			President	

Signatures

/s/ Scott T.
Wainwright 03/20/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These securities were issued before the Issuer effected a 10-for-1 reverse stock split of its common stock on June 26, 2012. All share numbers and prices listed herein represent the post-split numbers.
- (2) 37,500 shares underlying the option vest at the beginning of each quarter, beginning on the issuance date of May 10, 2012.
- (3) None.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.