SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287								
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	may continue. See 1(b).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1 or Section 30(h) of the Investment Company Act of 1940	1934		hours per resp	0	0.5
	ddress of Reporting I <u>RICHARD</u>) Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>VECTOR GROUP LTD</u> [VGR]		ationship of Re c all applicable Director	2)	10% Owner	r
	ast) (First) (Middle) /O VECTOR GROUP LTD. 400 BISCAYNE BLVD; 10TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2022	X	Officer (give below)	EVP/COO	Other (spec below)	IIY
(Street) MIAMI	FL	33137	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X		/Group Filing (by One Report by More than (ting Person	
(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	3. Transa Code (ction	4. Securities Disposed Of	Acquired	(A) or	5. Amount of Securities	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		(Month/Day/Year)	8) Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	
Common Stock	03/01/2022		A		180,000	Α	\$0.00 ⁽¹⁾	751,880	D	
Common Stock								6,179	Ι	By Spouse ⁽²⁾

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

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Amount of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On March 1, 2022, the Issuer awarded the Reporting Person a restricted stock grant of 180,000 shares of the Issuer's Common Stock pursuant to the Issuer's 2014 Management Incentive Plan. Restricted shares vest in four equal annual installments on February 24, 2023, February 24, 2024, February 24, 2025 and February 24, 2026, provided the Reporting Person is then still an employee of the Issuer, subject to earlier vesting upon his death or disability, termination of employment without cause or resignation for good reason and change-of-control.

2. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

Remarks:

Exhibit 24 - Power of Attorney (previously filed as Exhibit 24 to Form 5 dated February 5, 2015.)

/s/ J. Bryant Kirkland III, Attorney in Fact

03/03/2022

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.