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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL OMB Number: 3235-0287

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hours per response:		0.5

1. Name and Addre SHARPE JE	ss of Reporting Person $\overline{\mathrm{AN}~\mathrm{E}}$	n*	2. Issuer Name and Ticker or Trading Symbol VECTOR GROUP LTD [ VGR ]		tionship of Reporting Person all applicable) Director	n(s) to Issuer 10% Owner	
(Last) (First) (Middle) 350 CHERRY STREET		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/28/2013		Officer (give title below)	Other (specify below)	
(Street) BEDFORD HILLS	NY	10507	4. If Amendment, Date of Original Filed (Month/Day/Year) 05/28/2013	6. Indiv Line) X	,		
(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)			4. Securities A Disposed Of ( 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	Amount (A) or (D) Price		Transaction(s) (Instr. 3 and 4)		
Common Stock	05/28/2013		<b>A</b> <sup>(1)</sup>		10,000(2)	Α	\$0.00	90,047 <sup>(2)(3)</sup>	D	

### 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)	Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				

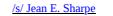
#### Explanation of Responses:

1. On May 28, 2013, Vector Group Ltd. ("VGR" or "Issuer") awarded the reporting person 10,000 shares of VGR's common stock for services as a director of VGR.

2. The common shares reported have not been adjusted for Issuer's 5% stock dividend paid to stockholders on September 27, 2013.

3. This Form 4 is amended to correct an inadvertent error that understated the number of common shares beneficially owned by Reporting Person by 10,000 common shares. Consequently, common Table I, Item 5 has been amended to state 90,047 common shares held instead of 80,047 common shares held.

### **Remarks:**



01/22/2014

Date

\*\* Signature of Reporting Person

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.

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