MIAMI

(City)

FL

(State)

33137

(Zip)

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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden urs per response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Investments Trust(1) By Patricia

11. Nature of Indirect Beneficial Ownership (Instr. 4)

By Frost

Investments Trust⁽¹⁾

	tions may conti ction 1(b).	nue. See			Filed pu	ursua	ant to S	ection 16	(a) of the	Secu	rities Excha	ange Act c	of 1934			ho	ours per re	esponse:		
		Deposition Design	,			or Se	ection 3	O(h) of th	iè Ínvestr	nent C	Company A			5 P	elationshin d	of Reno	rting Per	son(s) to	Issuer	
						2. Issuer Name and Ticker or Trading Symbol VECTOR GROUP LTD [VGR]							Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
(Last) (First) (Middle) 4400 BISCAYNE BOULEVARD SUITE 1500				0	3. Date of Earliest Transaction (Month/Day/Year) 01/21/2011							6 In	Officer (give title Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable					_		
(Street) MIAMI FL 33137				4.								Line	Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(5	State)	(Zip)										Person							
		Та	ble I - N	on-De	rivati	ve S	Secur	ities A	cquire	d, Di	isposed	of, or E	Benefi	cially	y Owned					_
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day					y/Year) Ex		A. Deemed xecution Date, any Month/Day/Year)		action (Instr.			s Acquired (A) or of (D) (Instr. 3, 4 and		Beneficially Owned Follow		Form: D (D) or In		Indirect Benefic Owners	7. Nature o Indirect Beneficial Ownership	
									Code	v	Amount	(A) oi (D)	Price		Reported Transaction (Instr. 3 and				(Instr. 4	.)
Common Stock 01/21/20				1/201 1	011			x		14,700) A	A \$19.05		5,584,803]	T G		ost na tme	
Common	1 Stock														11,02	25]	Ī.	By Pa Frost ⁽	
			Table II								posed o				Owned					
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. Transactio Code (Inst 8)		on of E		Expiration	6. Date Exercisab Expiration Date (Month/Day/Year)		e and 7. Title and of Securiti Underlying Security (li		ative	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		10. Owner: Form: Direct or Indi (I) (Inst	ship of Bo (D) Or rect (Ir	L. Na Ind ene wne wne
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amou Numb Share	er of						
Put (obligation to buy)	\$19.05 ⁽³⁾	01/21/2011			х			147 ⁽³⁾	08/18/20	010	02/19/2011	Common Stock	14,70	00 ⁽³⁾	\$0	544	4.95 ⁽³⁾	I	G In	y Fro amn vest rust ⁽
		Reporting Person* P MD ET AI																		
(Last) 4400 BI SUITE 1		(First) OULEVARD	(Mid	ddle)																
(Street) MIAMI		FL	33:	137																
(City)		(State)	(Zip))																
		Reporting Person* vestments Tr																		
(Last) 4400 BI		(First) OULEVARD	(Mid	ddle)																
(Street)							-													

	ress of Reporting Perso la Investments T	
(Last) 4400 BISCAY SUITE 1500	(First) NE BOULEVARD	(Middle)
(Street) MIAMI	FL	33137
(City)	(State)	(Zip)

Explanation of Responses:

- 1. These securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- 2. These securities are held by Patricia Frost, Dr. Frost's spouse. Pursuant to Rule 16a-1(a)(4), the Reporting Person disclaims beneficial ownership of these shares.
- 3. All share and price information has been adjusted to reflect the 5% stock dividend paid on September 30, 2010.

/s/ Phillip Frost, MD 01/25/2011 Frost Gamma Investments Trust 01/25/2011 by: /s/ Phillip Frost, MD, Trustee Frost Nevada Investments Trust by: /s/ Phillip Frost, MD, 01/25/2011

** 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.

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.

FORM 4 — JOINT FILER INFORMATION

NAME: Frost Gamma Investments Trust

ADDRESS: 4400 Biscayne Blvd

Miami, FL 33137

Designated Filer: Phillip Frost, M.D.

Issuer and Ticker Symbol: Vector Group Ltd. (VGR)

Date of Event Requiring Statement:

January 21, 2011

FROST GAMMA INVESTMENTS TRUST

by: <u>/s/ Phillip Frost MD, as trustee</u> Phillip Frost, M.D., Trustee

JOINT FILER INFORMATION

NAME:	Frost Nevada Investments Trust
ADDRESS:	4400 Biscayne Blvd Miami, FL 33137
Designated Filer:	Phillip Frost, M.D.
Issuer and Ticker Symbol:	Vector Group Ltd. (VGR)
Date of Event Requiring Statement:	

FROST NEVADA INVESTMENTS TRUST

by: <u>/s/ Phillip Frost MD, as trustee</u> Phillip Frost, M.D., Trustee

January 21, 2011