

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## FORM 8-K

JOINT CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): JANUARY 14, 1998

BROOKE GROUP LTD.  
(Exact name of registrant as  
specified in its charter)BGLS INC.  
(Exact name of registrant as  
specified in its charter)1-5759  
(Commission File Number)33-93576  
(Commission File Number)51-0255124  
(I.R.S. Employer Identification No.)13-3593483  
(I.R.S. Employer Identification No.)DELAWARE  
(State or other jurisdiction of  
incorporation or organization)DELAWARE  
(State or other jurisdiction  
of incorporation or organization)100 S.E. SECOND STREET  
MIAMI, FLORIDA 33131  
(Address of principal executive  
offices including Zip Code)100 S.E. SECOND STREET  
MIAMI, FLORIDA 33131  
(Address of principal executive  
offices including Zip Code)305/579-8000  
(Registrant's telephone number,  
including area code)305/579-8000  
(Registrant's telephone number,  
including area code)(NOT APPLICABLE)  
(Former name or former address,  
if changed since last report)(NOT APPLICABLE)  
(Former name or former address,  
if changed since last report)

## ITEM 5. OTHER EVENTS.

On January 14, 1998 and January 15, 1998, BGLS Inc. entered into further amendments to the previously reported Standstill Agreement and Consent with the principal holders of BGLS Inc.'s 15.75% Senior Secured Notes due 2001 which extended the termination date of such agreement to January 16, 1998.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BROOKE GROUP LTD.

By: /s/ Joselynn D. Van Siclen  
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Joselynn D. Van Siclen  
Vice President and Chief Financial Officer

BGLS INC.

By: /s/ Joselynn D. Van Siclen  
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Joselynn D. Van Siclen  
Vice President and Chief Financial Officer

Date: January 16, 1998