

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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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1. Name and Address of Reporting Person* <u>LORBER HOWARD M</u>  (Last) (First) (Middle) <u>C/O VECTOR GROUP LTD.</u> <u>4400 BISCAYNE BLVD; 10TH FLOOR</u>  (Street) <u>MIAMI FL 33137</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VECTOR GROUP LTD [ VGR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/15/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/15/2016		A		180,000	A	\$0.00 <sup>(1)</sup>	916,665 <sup>(2)</sup>	D	
Common Stock	11/15/2016		F <sup>(3)</sup>		100,016	D	\$20.84 <sup>(4)</sup>	816,649 <sup>(2)</sup>	D	
Common Stock	11/15/2016		J		79,984 <sup>(5)</sup>	D	\$0.00	736,665 <sup>(2)</sup>	D	
Common Stock	11/15/2016		J		79,984 <sup>(5)</sup>	A	\$0.00	226,834 <sup>(2)</sup>	I	By: Lorber Gamma Limited Partnership <sup>(6)</sup>
Common Stock								2,583,153 <sup>(2)</sup>	I	By: Lorber Alpha II Limited Partnership <sup>(7)</sup>

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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)					

Explanation of Responses:

- The Reporting Person received a restricted stock grant on November 10, 2015. The grant vests equally in seven equal installments on November 15, 2016, July 1, 2017, July 1, 2018, July 1, 2019, July 1, 2020, July 1, 2021 and July 1, 2022 based upon the Issuer achieving certain performance targets and the Reporting Person being continuously employed by Vector Group Ltd. This amount represents the second vesting.
- All shares have been adjusted to reflect 5% stock dividend, which was paid by the Issuer on September 29, 2016.
- Represents a transfer of shares from the Reporting Person to the Issuer as payment of the Reporting Person's tax liability incident to the vesting of shares of restricted stock, which were awarded on November 10, 2015, and vested on November 15, 2016.
- Represents the average of the high \$20.99 and low \$20.69 stock prices of the Issuer's Common Stock on date of vesting.
- Represents a transfer of shares from the Reporting Person to Lorber Gamma Limited Partnership.
- Lorber Gamma LLC, a Delaware limited liability company, is the general partner of Lorber Gamma Limited Partnership, a Nevada limited partnership. The reporting person serves as the Managing Member of the Lorber Gamma LLC and has voting and dispositive power with respect to such shares
- Lorber Alpha II LLC, a Delaware limited liability company, is the general partner of Lorber Alpha II Limited Partnership, a Nevada limited partnership. The reporting person serves as the Managing Member of the Lorber Alpha II LLC and has voting and dispositive power with respect to such shares.

Remarks:

/s/ J. Bryant Kirkland III, 11/15/2016  
Attorney-In-Fact

\*\* 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.

