



---

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

---

**FORM 8-K**

---

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

**Date of Report (Date of earliest event reported): April 15, 2010**

---

**VECTOR GROUP LTD.**

(Exact name of Registrant as specified in its charter)

---

Delaware

(State or other jurisdiction  
of incorporation)

1-5759

(Commission File Number)

65-0949535

(I.R.S. Employer  
Identification No.)

100 S.E. Second Street, Miami, Florida

(Address of principal executive offices)

33131

(Zip Code)

(305) 579-8000

(Registrant's telephone number, including area code)

Not Applicable.

(Former name or former address, if changed since last report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

## **TABLE OF CONTENTS**

[Item 8.01. Other Events](#)

[Item 9.01. Financial Statements and Exhibits](#)

[SIGNATURES](#)

[EX-99.1](#)

---

## Table of Contents

### **Item 8.01. Other Events.**

On April 15, 2010, Vector Group Ltd. issued a press release, which is attached hereto as Exhibit 99.1 and is incorporated herein by reference, announcing the pricing of a \$75 million note offering.

### **Item 9.01. Financial Statements and Exhibits.**

#### (d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued April 15, 2010

---

**SIGNATURES**

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.

VECTOR GROUP LTD.

By: /s/ J. Bryant Kirkland III

J. Bryant Kirkland III

Vice President and Chief Financial Officer

Date: April 15, 2010

**VECTOR GROUP LTD. ANNOUNCES PRICING OF  
\$75 MILLION AGGREGATE PRINCIPAL AMOUNT OF  
11% SENIOR SECURED NOTES OFFERING**

---

**MIAMI, FL, April 15, 2010** — Vector Group Ltd. (NYSE: VGR) (the “Company”) announced today that its previously announced offering of \$75 million aggregate principal amount of 11% Senior Secured Notes due 2015 (the “Notes”) was priced today at 101% of the face value. The Notes will be fully and unconditionally guaranteed on a joint and several basis by all of the wholly owned domestic subsidiaries of the Company that are engaged in the conduct of the Company’s cigarette businesses. The offering is expected to close on April 20, 2010 subject to customary conditions.

The Company intends to use the net proceeds of the issuance for general corporate purposes.

This press release does not constitute an offer to sell or a solicitation of an offer to buy the Notes. The Notes have not been registered under the Securities Act, or the securities laws of any other jurisdiction. Unless so registered, the Notes may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act and the applicable securities laws of any other jurisdiction.

This press release contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The Company has tried, whenever possible, to identify these forward-looking statements using words such as “anticipates”, “believes”, “estimates”, “expects”, “plans”, “intends” and similar expressions. These statements reflect the Company’s current beliefs and are based upon information currently available to it. Accordingly, such forward-looking statements involve known and unknown risks, uncertainties and other factors which could cause the Company’s actual results, performance or achievements to differ materially from those expressed in, or implied by, such statements.

Vector Group is a holding company that indirectly owns Liggett Group LLC and Vector Tobacco Inc. and directly owns New Valley LLC.

###

Contact:

Paul Caminiti/Carrie Bloom/Jonathan Doorley

Sard Verbinnen & Co

212/687 — 8080