

VECTOR GROUP LTD

Form 4

September 16, 2011

**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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LORBER HOWARD M**

(Last) (First) (Middle)

**C/O VECTOR GROUP LTD., 100  
S.E. SECOND STREET; 32ND  
FLOOR**

(Street)

**MIAMI, FL 33131**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**VECTOR GROUP LTD [VGR]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/15/2011**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) **President and CEO**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |             |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|-------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |             |
| Common<br>Stock                       | 09/15/2011                              |                                                             | F <sup>(1)</sup>                     |                                                                         | 64,071                                                                                                             | D                                                                       | \$<br>19.09                                                       | 2,431,616 D |
| Common<br>Stock                       | 09/15/2011                              |                                                             | J <sup>(2)</sup>                     |                                                                         | 110,250                                                                                                            | D                                                                       | \$ 0 <sup>(2)</sup>                                               | 2,321,366 D |
| Common<br>Stock                       | 09/15/2011                              |                                                             | J <sup>(2)</sup>                     |                                                                         | 110,250                                                                                                            | A                                                                       | \$ 0 <sup>(2)</sup>                                               | 192,952 I   |
| Common<br>Stock                       | 09/15/2011                              |                                                             | J <sup>(3)</sup>                     |                                                                         | 110,250                                                                                                            | D                                                                       | \$ 0 <sup>(3)</sup>                                               | 82,702 I    |

By: Lorber  
Alpha II  
Limited  
Partnership  
(4)

By: Lorber

# Edgar Filing: VECTOR GROUP LTD - Form 4

|                 |            |      |         |   |          |           |   |  |                                                                |
|-----------------|------------|------|---------|---|----------|-----------|---|--|----------------------------------------------------------------|
| Stock           |            |      |         |   |          |           |   |  | Alpha II<br>Limited<br>Partnership<br>(4)                      |
| Common<br>Stock | 09/15/2011 | J(3) | 110,250 | A | \$ 0 (3) | 110,250   | I |  | By: Lorber<br>Gamma<br>Limited<br>Partnership<br>(5)           |
| Common<br>Stock |            |      |         |   |          | 1,970,950 | I |  | By: Lorber<br>Epsilon<br>1999<br>Limited<br>Partnership<br>(6) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships                    |
|---------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                   | Director 10% Owner Officer Other |
| LORBER HOWARD M<br>C/O VECTOR GROUP LTD.<br>100 S.E. SECOND STREET; 32ND FLOOR<br>MIAMI, FL 33131 | X President and CEO              |

Reporting Owners

## Signatures

/s/ Howard M.  
Lorber

09/16/2011

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Represents a transfer of 64,071 shares from the reporting person to the issuer as payment of the reporting person's tax liability incident to the vesting of 110,250 shares of restricted stock which were awarded to the reporting person on April 7, 2009.
- (2) Represents a transfer from the reporting person to Lorber Alpha II Limited Partnership.
- (3) Represents a transfer from Lorber Alpha II Limited Partnership to Lorber Gamma Limited Partnership.
- (4) Lorber Alpha II, Inc., a Nevada corporation, is the general partner of Lorber Alpha II Limited Partnership, a Nevada limited partnership. The reporting person is a director, officer and controlling stockholder of Lorber Alpha II, Inc.
- (5) Lorber Gamma, Inc., a Nevada corporation, is the general partner of Lorber Gamma Limited Partnership, a Nevada limited partnership. The reporting person is a director, officer and controlling stockholder of Lorber Gamma, Inc.
- Lorber Epsilon 1999 LLC, a Delaware limited liability company, is the general partner of Lorber Epsilon 1999 Limited Partnership.
- (6) Lorber Alpha II Limited Partnership, a Nevada limited partnership, is the sole member of, and the reporting person is the manager of, Lorber Epsilon 1999 LLC.

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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