FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 

	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

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

1. Name and Address of Reporting Person* <u>LEBOW BENNETT S</u>							2. Issuer Name <b>and</b> Ticker or Trading Symbol VECTOR GROUP LTD [ VGR ]												
667 MADISON AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 01/24/2017											itle					
14TH FLOOR					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applica Line)					
(Street) NEW YORK NY 1006												Form	, , ,						
(Zip)																			
ıble I -	Non-Deriv	ative	e Sec	uritie	s Ac	quir	red,	Disposed	of, or	Benefic	cial	ly Owne	ed						
1. Title of Security (Instr. 3)					Date, Ti		ction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5)	Securities Beneficial Owned Fo	y	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
					7	Code	v	Amount	(A) or (D)	Price		Transactio				(Instr. 4)			
Common Stock						S		100,000	D	\$22.76	(1)	6,197,753		]	[	Gamma Limited	2)		
Common Stock												1,719,	102	Ι	)				
Common Stock												422,1	.28	]	[	By LeBow Alpha LLLP <sup>(3)</sup>			
Common Stock												175,5	598	]	I	Limited			
Table												Owned							
Security or Exercise (Month/Day/Year) if any			4. Transaction Code (Instr.		ative ities ired sed	Exp	iration	n Date	7. Title and Amount of Securities Underlying Derivative		3	Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Form: Direct (I or Indire	Beneficial Ownership ect (Instr. 4)	of Indirect Beneficial Ownership		
		Code	v	(A)	(D)				Title	or									
	(Midd  1006 (Zip)  Able I -	(Middle)  10065  (Zip)  2. Transaction Date (Month/Day/Your Month/Day/Your Month/Day/Your Month/Day/Your Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)	(Middle)  (Middle)  10065  (Zip)  Able I - Non-Derivative (Month/Day/Year)  01/24/2017  Table II - Derivative S (e.g., puts, or continuous firms of the continuous firms of th	(Middle)  (Middle)  (Middle)  (Middle)  (Middle)  (Middle)  (A If Amen and an interpretation of the content of	(Middle)  (Middle)  3. Date of Earlies 01/24/2017  4. If Amendment,  2A. Deemed Execution Date if any (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Nur Of Derivative Securities of the control of the contro	(Middle)  3. Date of Earliest Tran 01/24/2017  4. If Amendment, Date Execution Date (Month/Day/Year)  22. Transaction Date (Month/Day/Year)  01/24/2017  23. Deemed Execution Date, if any (Month/Day/Year)  01/24/2017  33. Date of Earliest Tran 01/24/2017  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  5. Number of Code (Instr. ar)  33. Date of Earliest Tran 01/24/2017  4. If Amendment, Date Securities Acquired (A) Or Disposed of (D) (Instr. 3, 4 and 5)	(Middle)  3. Date of Earliest Transaction 01/24/2017  4. If Amendment, Date of Oriente (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date if any (Month/Day/Year)  7. Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Code (Instr. 8)  3. Transaction Date, if any (Month/Day/Year)  8. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  9. Date of Earliest Transaction 3. Transaction Date, if any (Month/Day/Year)  8. Date of Earliest Transaction Date of Oriente Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  9. Date of Earliest Transaction Date of Oriente Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  9. 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Deemed Execution Date, if any (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Number of Code (Instr. 8)  6. Date Exercisable and Expiration Date (Month/Day/Year)  8. Date Exercisable and Expiration Date (Month/Day/Year)  9. Date Expiration	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Jay Date Date Date Date Date Date Date Date	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  3. Transaction Code (Instr. 8)  3. Transaction Code (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Code (Instr. 8)  3. Transaction Code (Instr. 8)  4. Securities Acquired (A) or Disposed of, or Beneficially (B) Price (Instr. 9)  5. Number (A) or Derivative Securities Acquired (Month/Day/Year)  8. Date Exercisable and Amount of Securities Acquired (A) or Derivative Securities (Month/Day/Year)  9. Date Expiration Date (Month/Day/Year)  1. Title and Amount or Number of Num	(Middle)    Check all apt X   Direct Of Children   Disposed of Child	(Check all applicable) X Director (give to below)  3. Date of Earliest Transaction (Month/Day/Year) 10065  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year) Date (Month/Day/Year)  (Month/Day/Year)  (A) Securities Acquired (A) or Disposed of, or Beneficially Owned Following Reported Transactions (Plans. 3 and 4)  101/24/2017  S 100,000 D \$22.76(1) 6,197,753  Table II - Derivative Securities Acquired (Disposed of, or Beneficially Owned Following Reported Transactions)  (Code v Amount (A) or Price (Plans. 3 and 4)  175,598  Table II - Derivative Securities Acquired (North/Day/Year)  (Month/Day/Year)  A Derivative Securities Acquired (North/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Date Expiration Date (Month/Day/Year)  Amount of Securities Code (Inst. Securities Code (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Date Expiration Date (Month/Day/Year)  Amount of Securities Code (Inst. Securities Code (Inst. Securities Code (Month/Day/Year)  Date Expiration Date (Month/Day/Year)  Amount of Securities Code (Inst. Securitie	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  10065  (Zip)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Transaction (Month/Day/Year)  6. Individual or Joint/Group Filed Line)  X. Form filed by One Reform filed by More the Person  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired (A) or Disposed of, or Beneficially Owned  (Month/Day/Year)  5. Amount (A) or Price (Instr. 3 and 4)  1. Transaction (S) (Instr. 4)  2. A Deemed (Ronth/Day/Year)  5. Amount (D) (Instr. 3 and 4)  1. Transaction (S) (Instr. 3 and 4)  1. Transaction (S) (Instr. 4)	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Individual or Joint/Group Filing (Check all applicable)  7. Form filed by One Reporting in Form: Direct Code (instr. of Person  8. Securities Acquired (A) or Person  9. Code V Amount (A) or Price (Instr. 3, 4 and 5)  1. Tansaction (Instr. 3 and 4)  1. Tansaction (Instr. 3)  1. Tansaction (Instr. 4)  1. Tansaction (Instr. 5)  2. Deemed (Instr. 6)  3. Annount of Securities (Instr. 6)  4. Securities (Instr. 6)  5. Annount of Securities (Instr. 6)  6. Date Exercisable and Transaction (Instr. 7)  1. Tansaction (Instr. 6)  1. Tansaction (Instr. 7)  2. Date of Charles (Instr. 8)  2. Date of Charles (Instr. 8)  3. Date of Charles (Instr. 8)  3. Annount of Securities (Instr. 8)  3. Annount of Securities (Instr. 8)  3. Annount of Securities (Instr. 8)  4. Securities (Instr. 8)  5. Annount of Securities (Instr. 8)	Check all applicable   X Director   10% Owner   10%		

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.69 to \$22.86, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 8, 2016.
- 2. LeBow Gamma Limited Partnership is a Delaware limited partnership. LeBow 2011 Management Trust is the managing member of LeBow Holdings LLC, a Delaware limited liability company, which is the sole stockholder of LeBow Gamma, Inc., a Nevada corporation, which is the general partner of LeBow Gamma Limited Partnership. Mr. LeBow is trustee of LeBow 2011 Management Trust and a director and officer of LeBow Gamma, Inc. Mr. LeBow disclaims beneficial ownership for purposes of Section 16 of the Securities Exchange Act of 1934 of the Issuer's common stock held by LeBow Gamma Limited Partnership except to the extent of his pecuniary interest therein.
- 3. LeBow Alpha LLLP is a Delaware limited liability limited partnership. LeBow Holdings LLC, a Delaware limited liability company, is the general partner of LeBow Alpha LLLP. LeBow 2011 Management Trust is the managing member of LeBow Holdings LLC. Mr. LeBow is trustee of LeBow 2011 Management Trust. Mr. LeBow disclaims beneficial ownership for purposes of Section 16 of the Securities Exchange Act of 1934 of the Issuer's common stock held by LeBow Alpha LLLP except to the extent of his pecuniary interest therein.
- 4. LeBow Epsilon 2001 Limited Partnership is a Delaware limited partnership. LeBow Epsilon 2001 LLC, a Delaware limited liability company, is the general partner of LeBow Epsilon 2001 Limited Partnership. LeBow 2011 Management Trust is the managing member of LeBow Holdings LLC, a Delaware limited liability company, which is the general partner of LeBow Alpha LLLP, a Delaware limited liability limited partnership, which is the controlling member of LeBow Epsilon 2001 LLC. Mr. LeBow is trustee of LeBow 2011 Management Trust and a manager of LeBow Epsilon 2001 LLC. Mr. LeBow disclaims beneficial ownership for purposes of Section 16 of the Securities Exchange Act of 1934 of the Issuer's common stock held by LeBow Epsilon 2001 Limited Partnership except to the extent of his pecuniary interest therein.

The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 8, 2016. Exhibit 24 - Power of Attorney (previously filed as Exhibit 24 to Form 4 dated September 16, 2014, which is dated September 17, 2014.)

> /s/ J. Bryant Kirkland III, Attorney-in-fact

01/24/2017

\*\* 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.