

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

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

1. Name and Address of Reporting Person* <u>LORBER HOWARD M</u> (Last) (First) (Middle) C/O VECTOR GROUP LTD. 4400 BISCAYNE BLVD; 10TH FLOOR (Street) MIAMI FL 33137 (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) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2023	
	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	02/24/2023		A		137,500	A	\$0.00 ⁽¹⁾	2,579,529	D	
Common Stock	02/24/2023		F		113,038	D	\$13.47 ⁽²⁾	2,466,491	D	
Common Stock								2,629,035	I	By: Lorber Alpha II Limited Partnership ⁽³⁾

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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
						Date Exercisable	Expiration Date					

Explanation of Responses:

- The Reporting Person received performance-based restricted stock grants of 250,000 and 300,000 shares, respectively, on February 24, 2021 and March 1, 2022. The 2021 grant vested, or will vest, in four installments (62,500 shares in the case of the 2023 vesting) on February 24, 2022, February 24, 2023, February 24, 2024 and February 24, 2025, 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 of the award. The 2022 grant vested, or will vest, in four installments (75,000 shares in the case of the 2023 vesting) on February 24, 2023, February 24, 2024, February 24, 2025 and February 24, 2026, based upon the Issuer achieving certain performance targets and the Reporting Person being continuously employed by Vector Group Ltd. This amount represents the first vesting of the award.
- Represents withholdings of shares as payment of the reporting person's tax liabilities incident to the vesting of (a) 137,500 shares of performance-based restricted stock referenced in footnote 1 and (b) 137,500 shares of restricted stock, which were awarded to reporting person on February 24, 2021 (62,500) and March 1, 2022 (75,000) and were previously reported at the time of the grant. The shares withheld were valued at \$13.47 per share, which represented the average of the low (\$13.19) and high (\$13.75) stock prices of the Issuer's Common Stock on February 24, 2023, the date of vesting.
- 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 Lorber Alpha II LLC and has voting and dispositive power with respect to such shares.

Remarks:

Exhibit 24 - Power of Attorney (previously filed as Exhibit 24 to Form 4 dated November 12, 2014.)

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

02/27/2023

** 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.

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