

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	
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1. Name and Address of Reporting Person* LEBOW BENNETT S (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]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2012	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 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	01/11/2012		J ⁽¹⁾		41,637	D	\$0.00 ⁽¹⁾	2,957,702	I	By LeBow Epsilon 2001 Limited Partnership ⁽³⁾⁽⁶⁾
Common Stock	01/11/2012		J ⁽¹⁾		41,637	A	\$0.00 ⁽¹⁾	2,957,702	I	By LeBow Epsilon 2001 Limited Partnership ⁽³⁾⁽⁶⁾
Common Stock	01/11/2012		J ⁽¹⁾		190,428	D	\$0.00 ⁽¹⁾	5,645,708	I	By LeBow Gamma Limited Partnership ⁽⁴⁾⁽⁶⁾
Common Stock	01/11/2012		J ⁽¹⁾		190,428	A	\$0.00 ⁽¹⁾	5,645,708	I	By LeBow Gamma Limited Partnership ⁽⁴⁾⁽⁶⁾
Common Stock	01/11/2012		J ⁽¹⁾		4,634	D	\$0.00 ⁽¹⁾	330,750 ⁽²⁾	I	By LeBow Alpha LLLP ⁽⁵⁾⁽⁶⁾
Common Stock	01/11/2012		J ⁽¹⁾		4,634	A	\$0.00 ⁽¹⁾	330,750 ⁽²⁾	I	By LeBow Alpha LLLP ⁽⁵⁾⁽⁶⁾
Common Stock								11,025	D	

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents the transfer of all of the shares of outstanding stock in LeBow Holdings, Inc. from Bennett S. LeBow Revocable Trust to LeBow 2011 Management Trust.
- Includes 300,000 shares that also are included in the total amount of shares reported as beneficially owned by LeBow Epsilon 2001 Limited Partnership.
- 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. Following the reported transaction (as described in Footnote 1 of this Form 4), LeBow 2011 Management Trust is the sole stockholder of LeBow Holdings, Inc., a Nevada corporation, 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 the sole trustee of LeBow 2011 Management Trust, a director and officer of LeBow Holdings, Inc. 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.
- LeBow Gamma Limited Partnership is a Delaware limited partnership. Following the reported transaction (as described in Footnote 1 of this Form 4), LeBow 2011 Management Trust is the sole stockholder

of LeBow Holdings, Inc., a Nevada corporation, 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 the sole trustee of LeBow 2011 Management Trust, a director and officer of LeBow Holdings, Inc. and a director and officer of LeBow Gamma, Inc.

5. LeBow Alpha LLLP is a Delaware limited liability limited partnership. LeBow Holdings, Inc. is the general partner of LeBow Alpha LLLP.

6. Following the reported transaction (as described in Footnote 1 of this Form 4), LeBow Holdings, Inc., a Nevada corporation, is expected to convert into LeBow Holdings LLC, a Delaware limited liability company.

/s/ Bennett S. LeBow

01/11/2012

** 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.