### Edgar Filing: VECTOR GROUP LTD - Form 4

Form 4	JROUPLID											
July 05, 20									OMB	APPROVAL		
FORM 4 UNITED STATES SECUR						OMB	3235-0287					
Check t	his box		VV a	asningtoi	n, D.C. 20	549			Number:	January 31,		
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF STATEMENT OF				<b>SECU</b> 16(a) of t	burden ho response	Expires. 2005 Estimated average burden hours per response 0.5						
(Print or Type	Responses)											
LORBER HOWARD M Syn					nd Ticker or DUP LTD [		-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (	Middle)	3. Date of Earliest Transaction (Ch					(Cheo	ck all applicable)			
(Mo			(Month/ 07/01/	'Day/Year) 2017				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President and CEO				
MIAMI, F	(Street)			nendment, I onth/Day/Ye	Date Origina ear)	1		6. Individual or Ja Applicable Line) _X_ Form filed by Form filed by M	One Reporting	Person		
		(Zip)						Person				
(City)	(State)			ble I - Non-			_	uired, Disposed o	f, or Benefici	-		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	onor Disposed (Instr. 3, 4	d of (E	))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	OwnershipIndirectForm:BeneficialDirect (D)Ownershipor Indirect(Instr. 4)(I)		
Common Stock	07/01/2017			А	345,375	А	\$ 0 <u>(1)</u>	732,040	D			
Common Stock	07/01/2017			F <u>(2)</u>	191,967	D	\$ 21.36 (2)	540,073	D			
Common Stock								2,583,153	Ι	By: Lorber Alpha II Limited Partnership (3)		

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

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

1. Title	of 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Derivati	ve Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secu
(Instr. 3	) Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
	Derivative				Securities	5		(Instr. 3 and	4)	Owne
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
								Amo	unt	
									unt	
						Date Exercisable	Expiration Date	or Title Num	ber	
								of	UCI	
				Code V	(A) (D)			Share	26	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LORBER HOWARD M C/O VECTOR GROUP LTD. 4400 BISCAYNE BLVD; 10TH FLOOR MIAMI, FL 33137	Х		President and CEO				
Signatures							
/s/ J. Bryant Kirkland III, Attorney-In-Fact	07/0	)5/2017					
**Signature of Reporting Person	1	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).

The Reporting Person received restricted stock grants on July 23, 2014 (the "2014 Award") and November 10, 2015 (the "2015 Award"). The grants vest equally in seven equal installments with the 2014 Award vesting in installments of 165,375 shares on August 15, 2015, July 1, 2016, July 1, 2017, July 1, 2018, July 1, 2019, July 1, 2020 and July 1, 2021 and the 2015 Award vesting in installments of

(1) July 1, 2019, July 1, 2019, July 1, 2019, July 1, 2019, July 1, 2020 and July 1, 2021 and the 2019 Award vesting in installinents of 180,000 on November 15, 2016, July 1, 2017, July 1, 2018, July 1, 2019, July 1, 2020, July 1, 2021 and July 1, 2022, in each case, based upon the Issuer achieving certain performance targets and the Reporting Person being continuously employed by Vector Group Ltd. This amount includes the third vesting of the 2014 Award and the second vesting of the 2015 Award.

(2) Represents the average of the high (\$21.22) and low (\$21.50) stock prices of the Issuer's Common Stock on June 30, 2017, the last trading day before the date of vesting, which was on a non-trading day (Saturday).

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Lorber Alpha II LLC, a Delaware limited liability company, is the general partner of Lorber Alpha II Limited Partnership, a Nevada

(3) limited partnership. The reporting person serves as the Managing Member of the Lorber Alpha II LLC and has voting and dispositive power with respect to such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.