

OMB APPROVAL	
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**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>MESDAG WILLEM</u>  (Last) (First) (Middle) <u>C/O RED MOUNTAIN CAPITAL MANAGEMENT INC.</u> <u>10100 SANTA MONICA BOULEVARD, SUITE 925</u>  (Street) <u>LOS ANGELES CA 90067</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DESTINATION XL GROUP, INC. [ DXLG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/29/2014</u>	
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, \$0.01 par value								4,838,054	I	See footnote and Remarks below <sup>(1)</sup>

**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						Title
Director Stock Option (Right to Buy)	\$5.5	01/29/2014		A		15,000 <sup>(2)</sup>		01/29/2014 <sup>(3)</sup>	01/29/2024	Common Stock	15,000	\$0	15,000	D	

1. Name and Address of Reporting Person* <u>MESDAG WILLEM</u>  (Last) (First) (Middle) <u>C/O RED MOUNTAIN CAPITAL MANAGEMENT INC.</u> <u>10100 SANTA MONICA BOULEVARD, SUITE 925</u>  (Street) <u>LOS ANGELES CA 90067</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>RED MOUNTAIN PARTNERS, L.P.</u>  (Last) (First) (Middle) <u>10100 SANTA MONICA BOULEVARD SUITE 925</u>  (Street) <u>LOS ANGELES CA</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person*

**RMCP GP LLC**

(Last) (First) (Middle)

10100 SANTA MONICA BOULEVARD  
SUITE 925

(Street)  
LOS ANGELES CA 90067

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**RED MOUNTAIN CAPITAL PARTNERS LLC**

(Last) (First) (Middle)

10100 SANTA MONICA BOULEVARD  
SUITE 925

(Street)  
LOS ANGELES CA 90067

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

**RED MOUNTAIN CAPITAL MANAGEMENT INC**

(Last) (First) (Middle)

10100 SANTA MONICA BOULEVARD  
SUITE 925

(Street)  
LOS ANGELES CA 90067

(City) (State) (Zip)

**Explanation of Responses:**

1. These shares are held by Red Mountain Partners, L. P. ("RMP").
2. Pursuant to the Issuer's Amended and Restated Non-Employee Director Compensation Plan, on January 29, 2014 the Issuer granted options to purchase 15,000 shares to Willem Mesdag upon his election to the Board of Directors.
3. 5,000 shares are currently exercisable and 5,000 shares will become exercisable on January 29, 2015 and 5,000 shares will become exercisable on January 29, 2016. .

**Remarks:**

Remarks This Form 4 is jointly filed by (i) RMP, (ii) RMCP GP LLC ("RMCP GP"), (iii) Red Mountain Capital Partners LLC ("RMCP LLC"), (iv) Red Mountain Capital Management, Inc. ("RMCM"), and (v) Willem Mesdag. RMCP GP is the general partner of RMP. RMCP LLC is the managing member of RMCP GP. RMCM is the managing member of RMCP LLC. Willem Mesdag is the president, sole executive officer, sole director and sole shareholder of RMCM. Willem Mesdag is also a director of DXLG. Each of Reporting Person, RMCM, RMCP LLC, and RMCP GP, by virtue of their direct or indirect control of RMP may be deemed to beneficially own some or all of the securities reported as being held by RMP. Each of the reporting persons hereunder disclaims beneficial ownership of the reported securities except to the extent of its or his pecuniary interest therein. This Form 4 shall not be deemed to be an admission that any reporting person hereunder is the beneficial owner of any of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Willem Mesdag (on behalf of  
himself and the Red Mountain  
Entities) 02/07/2014

\*\* 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.**