## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

0.5

Estimated average burden hours per response

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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		Table I - Non-D	erivative S	ecurities Acc	uired, Dis	oosed of, or Benefi	cially (	Owned		
(City)	(State)	(Zip)						Person		
WINDHAM	NH	03087	_				X	Form filed by One Form filed by Mo		
(Street)			4. If An 01/31	nendment, Date of /2017	Original Filed	(Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group	Filing (Check A	pplicable
(Last) 16 HANCOCK	(First) K ROAD	(Middle)	01/30/		(			SVPChief Dig	ital & InfoOff	icer
1. Name and Addr Laher Sahal	<u>S</u>				XL GRŎU	I <u>P, INC.</u> [ dxlg ]		all applicable) Director Officer (give title below)	10% (	Owner (specify
		*	2 1000	er Name <b>and</b> Ticke	n an Tradina C	unale el		tionship of Reportin		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)	ction	4. Securities A Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)	

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

(3, p, -p, -p, -p,																	
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. Transa Code ( 8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es ed ed nstr.	Expiration Da	Expiration Date (Month/Day/Year)		of Securities		curities Derivative rlying Derivative Security		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	Amount or Number of Shares						
Restricted Stock Units	(1)	01/30/2017		A		24,136		(2)	(2)	Common Stock	24 <b>,</b> 136 <sup>(3)</sup>	\$0	24,136	D			

**Explanation of Responses:** 

1. Each restricted stock unit ("RSUs") as defined in the Company's 2016 Incentive Compensation Plan represents a contingent right to receive one share of DXLG common stock.

2. The RSUs vest in two equal installments on April 1, 2018 and April 1, 2019.

3. The original Form 4 filed on January 31, 2017 omitted the grant to the Reporting Person of the time-based RSUs under the 2016-2017 Long-Term Incentive Plan. This amendment to the Form 4 is being filed to correct the omission.

## **Remarks:**

Sahal S. Laher

06/06/2017

Date

\*\* 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.