

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 03, 2023

DESTINATION XL GROUP, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

01-34219
(Commission File Number)

04-2623104
(IRS Employer
Identification No.)

555 Turnpike Street
Canton, Massachusetts
(Address of Principal Executive Offices)

02021
(Zip Code)

Registrant's Telephone Number, Including Area Code: 781 828-9300

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	DXLG	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On August 3, 2023, the Company held its Annual Meeting. Set forth below are the matters submitted at the Annual Meeting by the Board of Directors of the Company to a vote of stockholders and the final results of the voting for each proposal.

Proposal 1: Election of Directors.

The Company's stockholders elected seven directors to hold office until the 2023 Annual Meeting of Stockholders and until their respective successors are duly elected and qualified. The results of the voting were as follows:

	FOR	AGAINST	ABSTAIN	Broker Non-Votes
Harvey S. Kanter	49,885,417	236,620	18,509	5,066,063
Carmen R. Bauza	49,635,666	321,887	182,993	5,066,063
Jack Boyle	49,639,033	318,709	182,804	5,066,063
Lionel F. Conacher	49,415,223	542,440	182,883	5,066,063
Willem Mesdag	49,808,985	328,027	3,534	5,066,063
Ivy Ross	49,675,939	281,519	183,088	5,066,063
Elaine K. Rubin	49,619,959	337,595	182,992	5,066,063

Proposal 2: Advisory Vote on Frequency of Advisory Votes on Compensation of Executive Officers.

Stockholders recommended, by a non-binding advisory vote, for the "one-year" option with respect to holding advisory votes on the compensation of the Company's named executive officers:

1 YEAR	2 YEARS	3 YEARS	ABSTAIN	Broker Non-Votes
47,457,027	5,685	1,382,995	1,295,518	5,065,384

Proposal 3: Advisory Vote on Compensation of Named Executive Officers.

The compensation of the Company's named executive officers was approved by a non-binding advisory vote based upon the following votes:

FOR	AGAINST	ABSTAIN	Broker Non-Votes
48,322,218	519,722	1,298,606	5,066,063

Proposal 4: Ratification of Appointment of Independent Registered Public Accountants.

The appointment of KPMG LLP as the Company's independent registered public accounting firm for fiscal year ending February 3, 2024 was ratified based upon the following votes:

FOR	AGAINST	ABSTAIN	Broker Non-Votes
54,929,732	90,532	185,665	680

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DESTINATION XL GROUP, INC.

Date: August 4, 2023

By: /s/ Robert S. Molloy

Robert S. Molloy
General Counsel and Secretary
