

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* <u>HERNREICH DENNIS R</u> (Last) (First) (Middle) (Street) (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) Director 10% Owner X Officer (give title below) Other (specify below) EVP, COO and CFO
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/28/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) X 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, \$0.01 par value	06/28/2013		M		27,520	A	\$5.01	717,455	D	
Common Stock, \$0.01 par value	06/28/2013		S		23,420	D	\$6.35 ⁽¹⁾	694,035	D	
Common Stock, \$0.01 par value	07/01/2013		S		4,100	D	\$6.45 ⁽²⁾	689,935	D	
Common Stock, \$0.01 par value								14,444	I	Reporting Person's shares held in Company's 401(k) Plan as stated in Plan Statement dated 6/28/13.

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
Non-Qualified Stock Option (Right to Buy)	\$5.01	06/28/2013		M		27,520		07/01/2004 ⁽³⁾	07/01/2013	Common Stock	27,520	\$0	0	D	

Explanation of Responses:

- Price represents the weighted average price with respect to shares sold on this date. This transaction was executed in multiple trades ranging from \$6.28 to \$6.43. The Reporting Person hereby undertakes to provide upon request to the SEC, the Issuer of any stockholder of the Issuer full information regarding the number of shares and prices which the transaction was effected.
- Price represents the weighted average price with respect to shares sold on this date. This transaction was executed in multiple trades ranging from \$6.44 to \$6.49. The Reporting Person hereby undertakes to provide upon request to the SEC, the Issuer of any stockholder of the Issuer full information regarding the number of shares and prices which the transaction was effected.
- Vested one-third per year on each of the first three anniversaries of date of grant.

Dennis R. Hernreich

07/02/2013

** 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.