## SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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corporations<sup>(1)(2)</sup>

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 A CANNEL	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>DESTINATION XL GROUP, INC.</u> [ dxlg ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last) 245 MERIV	(First) VETHER CIRCLE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2020						Officer (( below)	give title	Other (specify below)
,	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) ALTA	WY	83414						X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)									
	٦	Fable I - Non-Deriva	tive Securitie	s Acq	uire	d, Dispose	ed of,	or Benef	icially Owned		
		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Date, Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4)	
			Code V Amount (A) or Price				Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Sto	ock	06/03/2020		s		164,765	D	\$0.3497	5,091,601	I <sup>(1)(2)</sup>	By partnerships and

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

			( 371	,	,		,	• /				,			
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)		Secu Acqu (A) o Dispo of (D	vative nities nired r osed ) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	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	Amount or Number of Shares				

## Explanation of Responses:

1. As of June 3, 2020, Tonga Partners, LP, Cuttyhunk II Fund. Tristan Partners, LP, and Tristan Offshore Fund, Ltd (collectively the "Cannell Investment Vehicles") owned in the aggregate 5,091,601 shares of the common stock of Destination XL Group, Inc.

2. Cannell Capital LLC acts as the investment sub-adviser to the Cuttyhunk II Fund, is the general partner of and investment adviser to Tonga Partners, LP and Tristan Partners, L.P., and is the investment adviser to Tristan Offshore Fund, Ltd. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. As such, Mr. Cannell possesses sole power to vote and direct the disposition of all securities of Destination XL Group, Inc. held by the Cannell Investment Vehicles. Thus, for the purposes of Reg. Section 240.13d-3, as of June 3, 2020, Mr. Cannell beneficially owns 5,091,601 shares. Mr. Cannell's interest in the securities reported herein is limited to the extent of his pecuniary interest in each of the Cannell Investment Vehicles, if any.

/s/ J. Carlo Cannell, on behalf	00/05/2020
of Cannell Capital LLC	06/05/2020

\*\* 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).