SEC	Form	4
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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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	OMB Number:	3235-0287
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Instruction 1(b).		Fi	led 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* Chane Francis C (Last) (First) (Middle) C/O DESTINATION XL GROUP, INC. 555 TURNPIKE STREET			2. Issuer Name and Ticker or Trading Symbol <u>DESTINATION XL GROUP, INC.</u> [ DXLG ] -		tionship of Re all applicable Director Officer (giv	,	n(s) to Issuer 10% Owner Other (specify
			3. Date of Earliest Transaction (Month/Day/Year) 04/14/2016		below) SVP Dis	stribution & 1	below) on & Logistics
(Street) CANTON MA 02021 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	Form filed	tt/Group Filing (Check Applicable I by One Reporting Person I by More than One Reporting	

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

- Ja			-					-			
	1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (	ction	ttion Disposed Of (D) (Instr. 3, 4 and 1str. 5)		5. Amount of Securities Beneficially Owned Following Reported	ties Form: Direct cially (D) or Indirect Following (I) (Instr. 4)		
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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. Transa Code ( 8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	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	Amount or Number of Shares				
Restricted Stock Units	(1)	04/14/2016		A		16,618		(2)	(2)	Common Stock	16,618	\$0	16,618	D	

# Explanation of Responses:

1. Each restricted stock unit (deferred stock, as defined in the Company's 2006 Incentive Compensation Plan, as amended) represents a contingent right to receive one share of DXLG common stock.

2. The restricted stock units represent the time-based portion of the 2016-2017 Long-Term Incentive Plan award to the Reporting Person. The restricted stock units vest in two equal installments on April 1, 2018 and April 1, 2019.

#### **Remarks:**

# /s/ Francis C. Chane

\*\* Signature of Reporting Person

04/15/2016 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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).

EXHIBIT 24

# CONFIRMING STATEMENT

This Statement confirms that the undersigned, Francis C. Chane, has authorized and designated David A. Levin and Robert S. Molloy to execute and file on the undersigned's behalf all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the United States Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Destination XL Group, Inc. The authority of David A. Levin and Robert S. Molloy under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to the undersigned's ownership of or transactions in the securities of Destination XL Group, Inc., unless earlier revoked in writing. The undersigned acknowledges that David A. Levin and Robert S. Molloy are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: April 14, 2016 By: /s/ Francis C. Chane Name: FRANCIS C. CHANE

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