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

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): March 21, 2013**

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**DESTINATION XL GROUP, INC.**

(Exact Name of Registrant as Specified in its Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**01-34219**  
(Commission  
File Number)

**04-2623104**  
(I.R.S. Employer  
Identification No.)

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

**02021**  
(Zip Code)

**(781) 828-9300**  
(Registrant's telephone number, including area code)

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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 (see General Instruction A.2. below):

- 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))
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**Item 7.01 -Regulation FD Disclosure**

Destination XL Group, Inc. (the “Company”) will be presenting a slide presentation to various investment groups at upcoming investor conferences. A copy of the slides to be presented at those conferences is attached to this report as Exhibit 99.1 and is incorporated by reference herein. A copy of the slides is available on the investor page of the Company’s website at <http://investor.destinationxl.com>.

The slide presentation contained in the exhibit includes statements intended as “forward-looking statements,” which are subject to the cautionary statement about forward-looking statements set forth in the exhibit. The slide presentation is being furnished, not filed, pursuant to Regulation FD. Accordingly, the slide presentation will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference. The furnishing of the slide presentation is not intended to, and does not, constitute a determination or admission by the Company that the information in the slide presentation is material or complete, or that investors should consider this information before making an investment decision with respect to the Company.

**Presentation of Non-GAAP Measures**

The slide presentation includes the discussion of non-GAAP free cash flow on slide 24. Free cash flow is not a measure determined by generally accepted accounting principles (“GAAP”) and should not be considered superior to or as a substitute for net income (loss) or cash flows from operating activities or any other measure of performance derived in accordance with GAAP.

In addition, all companies do not calculate non-GAAP financial measures in the same manner and, accordingly, “free cash flows” as presented in this slide presentation may not be comparable to similar measures used by other companies. The Company calculates free cash flows as cash flow from operating activities less capital expenditures and discretionary store asset acquisitions, if any. We calculate projected free cash flows for fiscal 2016 of \$60.0-\$70.0 million as estimated cash flow from operating activities of \$77.0-\$87.0 million, less estimated capital expenditures of \$17.0 million (no discretionary store asset acquisitions are anticipated in fiscal 2016). We believe that inclusion of this non-GAAP measure helps investors gain a better understanding of projected performance, especially when comparing such results to previous periods.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Investor Slide Presentation dated March 2013

**SIGNATURE**

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 hereunto duly authorized.

DESTINATION XL GROUP, INC.

Date: March 21, 2013

By: /s/ Dennis R. Hernreich

Name: Dennis R. Hernreich

Title: Executive Vice President and Chief Financial Officer



*Generating Value on the Road to Destination*  
**XL<sup>®</sup>**  
**Investor Presentation**  
**March 2013**

Destination XL Group, Inc.

# Safe Harbor

Certain information contained in this presentation, including, but not limited to, cash flows, operating margins, store counts, earnings expectations for fiscal 2012 and estimates through fiscal 2016, constitute forward-looking statements under the federal securities laws. The discussion of forward-looking information requires management of the Company to make certain estimates and assumptions regarding the Company's strategic direction and the effect of such plans on the Company's financial results. Such forward-looking statements are subject to various risks and uncertainties that could cause actual results to differ materially from those indicated. Such risks and uncertainties may include, but are not limited to: the failure to implement the Company's business plan for increased profitability and growth in the Company's retail stores sales and direct-to-consumer business, the failure to achieve improvement in the Company's competitive position, changes in or miscalculation of fashion trends, extreme or unseasonable weather conditions, economic downturns, a weakness in overall consumer demand, trade and security restrictions and political or financial instability in countries where goods are manufactured, increases in raw material costs from inflation and other factors, the interruption of merchandise flow from the Company's distribution facility, competitive pressures, and the adverse effects of natural disasters, war, acts of terrorism or threats of either, or other armed conflict, on the United States and international economies.

These, and other risks and uncertainties, are detailed in the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission for the fiscal year ended February 2, 2013 filed on March 15, 2013 and other Company filings with the Securities and Exchange Commission. Destination XL Group, Inc. assumes no duty to update or revise its forward-looking statements even if experience or future changes make it clear that any projected results expressed or implied therein will not be realized.

# Who is Destination XL Group, Inc.?



Largest multi-channel specialty retailer in niche men's big and tall (B&T) market



Offering unique blend of wardrobe solutions

Private label & leading apparel name brands

# DXLG by the Numbers



1.5M Active customers



90% Enrolled in loyalty program



412 Retail Stores

85% Highest rated retailer in 2011 CSI Customer Survey



6 Brands

DXL  
DESTINATION XL

SHOES|XL

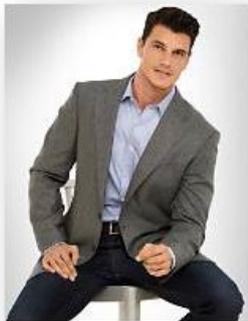
LivingXL

CASUAL|MALE XL

ROCHESTER  
CLOTHING

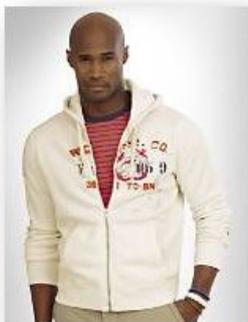


# Who is Our Customer?

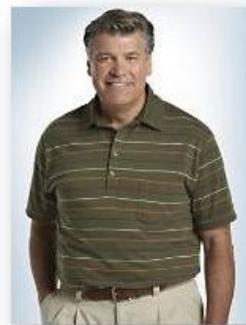


Males with a waist size 40 and greater (40M men).

Determined by physical characteristic, not demographic. Not dependent on age, income, race or nationality



Seeking greater selection in size. Values convenience, selection and fit over price.



# Our Current Casual Male XL Stores



# What Our Customer Wants

**Large  
changing  
rooms**

**More brand  
selections**

**On-site  
tailoring**

**Bright  
atmosphere**

**Suggested  
wardrobe  
solutions**

**Wide aisles**

**One-stop  
shopping**



# Responding with Destination XL<sup>®</sup>



Opportunity for accelerated growth and profitability











# Large Selection of Name Brands



MICHAEL KORS



Calvin Klein

JOHNSTON & MURPHY



# Casual Male XL vs. Destination XL<sup>®</sup>

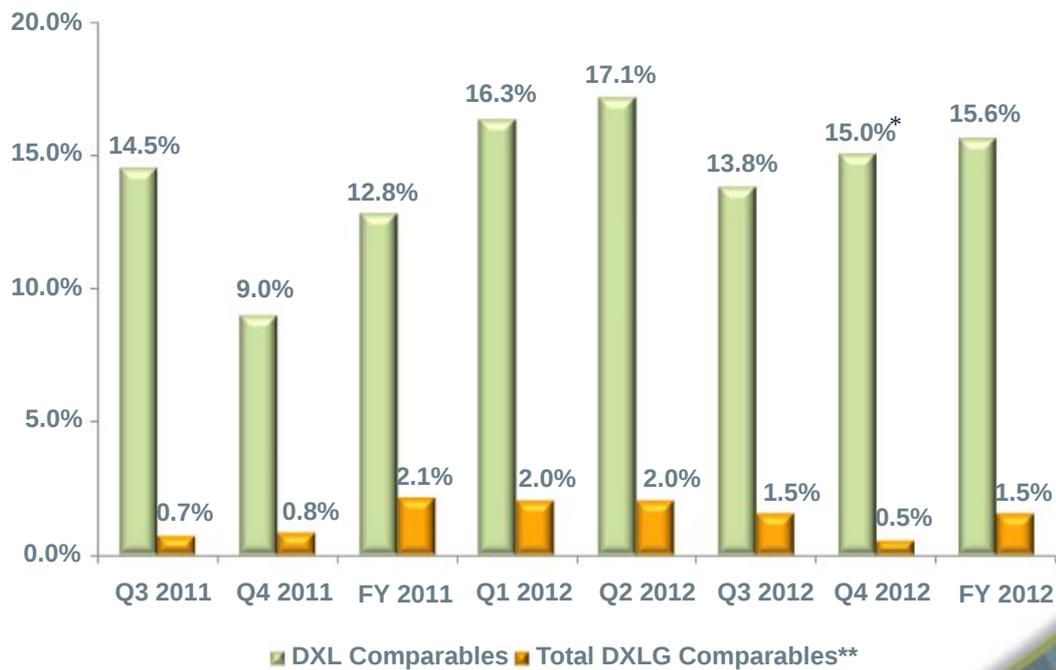
Average		
<b>Store size</b>	3,600 sq. ft.	8,400 sq. ft.
<b>Sales per sq. ft.</b>	\$172	\$147 (\$230 by 2016)
<b>Build out costs</b>	\$50	\$70
<b>Occupancy costs</b>	\$30	\$30
<b>Dollars per transaction</b>	\$97	\$137
<b>Style choices</b>	600	2,000
<b>Private label brands</b>	10	15
<b>Name brands</b>	8	30

# Market Consolidation to DXL



Customers are willing to drive up to 20 miles

# DXL Comps Reflect Growth Opportunity



\* The 16 DXL stores opened for more than 1 year produced a 7.6% comp in Q4 2012

\*\* Total DXLG Comparables consist of all stores, including DXL stores and direct channel

# Compelling DXL Returns

**Expect greater store productivity and profitability**

Better leveraging of expenses -- occupancy, labor productivity and local/district management

**Projecting higher 4-wall profits than combined profits of individual stores**

Targeting between 25%-30% store operating margin

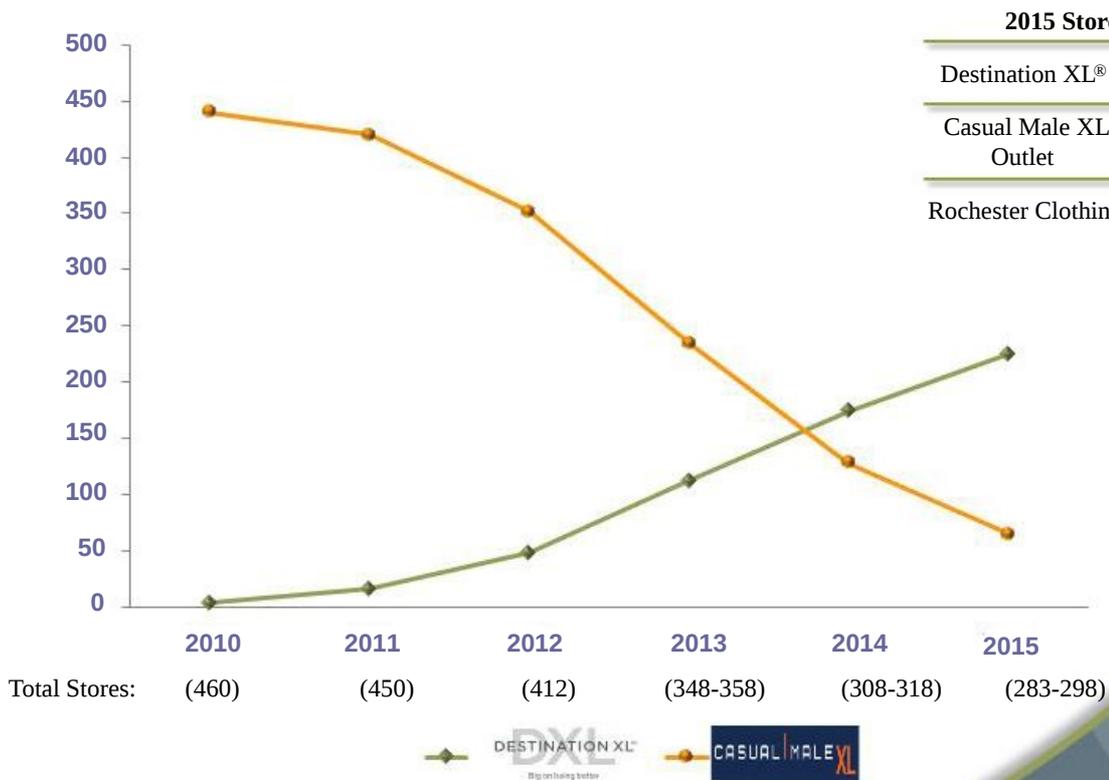
**Potential to capture additional market share**

Attract new customers  
Better cross-selling environment to capture greater share of apparel wallet from existing customers

**Opportunity to improve operating margins**

Expect to increase margins significantly after the transition to DXL is complete

# Accelerated DXL Openings



Accelerated rollout based on success of DXL stores in 2011

# DXL Sales Increase as % of Total Revenue



\* DXL sales include direct sales via the DestinationXL.com website.

# Accelerated Rollout of DXL

## 2012

- ✓ Opened 32 DXL stores/ Closed 70 stores
- ✓ Operating margins were approximately 3.5%
- ✓ CapEx was \$32.4M

2012 - 2014

# Accelerated Rollout of DXL

## 2013

Open **57- 64** DXL stores / Close **110-119** stores

Sales of **\$415 - \$420M**

Expected borrowing level of **\$10 - \$15M** at year end

Commence new marketing strategy with incremental **\$10M** spend

Lease exit and asset impairment charges in the range of **\$3-\$4M**<sup>1</sup>

Operating margins of ~ **breakeven to 0.5%**

CapEx expected to **peak** at **\$45M**<sup>2</sup>

## 2014

Open **60** DXL stores / Close **99** stores

Annual sales growth of ~ **10% - 15%**

Expected borrowing level of **\$10 - \$15M** at year end

Lease exit and asset impairment charges in the range of **\$3-\$4M**<sup>1</sup>

Operating margins of ~**4%**

CapEx expected to be **\$40M**

**2012 - 2014**

<sup>1</sup> Net of subleases

<sup>2</sup> Net of expected tenant allowances

# Accelerated Rollout of DXL

## 2015

Complete rollout with **215 - 230** opened DXL stores and Closure of remaining **63** Casual Male XL anchor stores

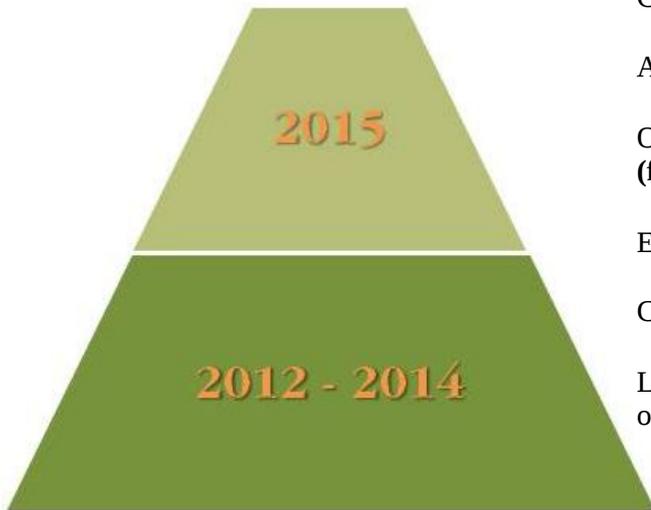
Annual sales growth of **~10% – 15%**

Operating margins gain traction and increase to **~8%**  
**(from 4.2% in '11)**

Expected ending cash balance of **\$5 - \$10M**

CapEx expected to be approximately **\$38M<sup>2</sup>**

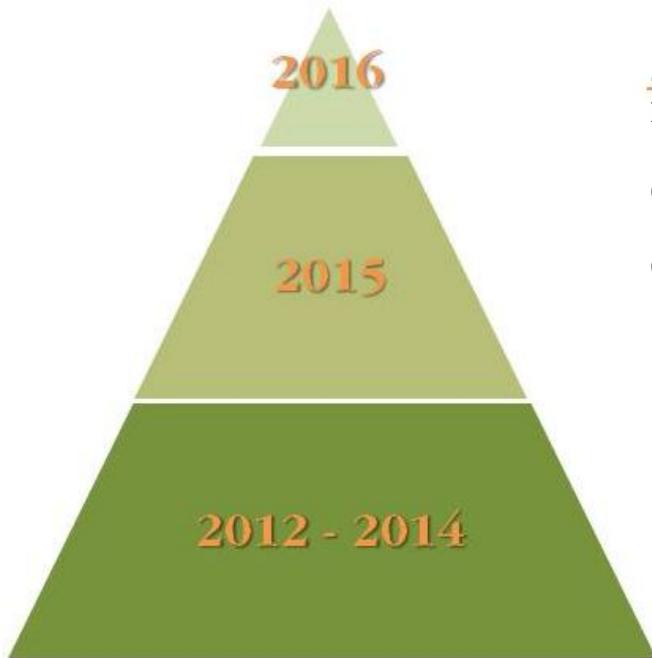
Lease exit and asset impairment charges in the range of **\$2-\$3M<sup>1</sup>**



<sup>1</sup> Net of subleases

<sup>2</sup> Net of expected tenant allowances

# Accelerated Rollout of DXL



## **2016**

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Full benefit of DXL concept drives revenue > **\$600M**

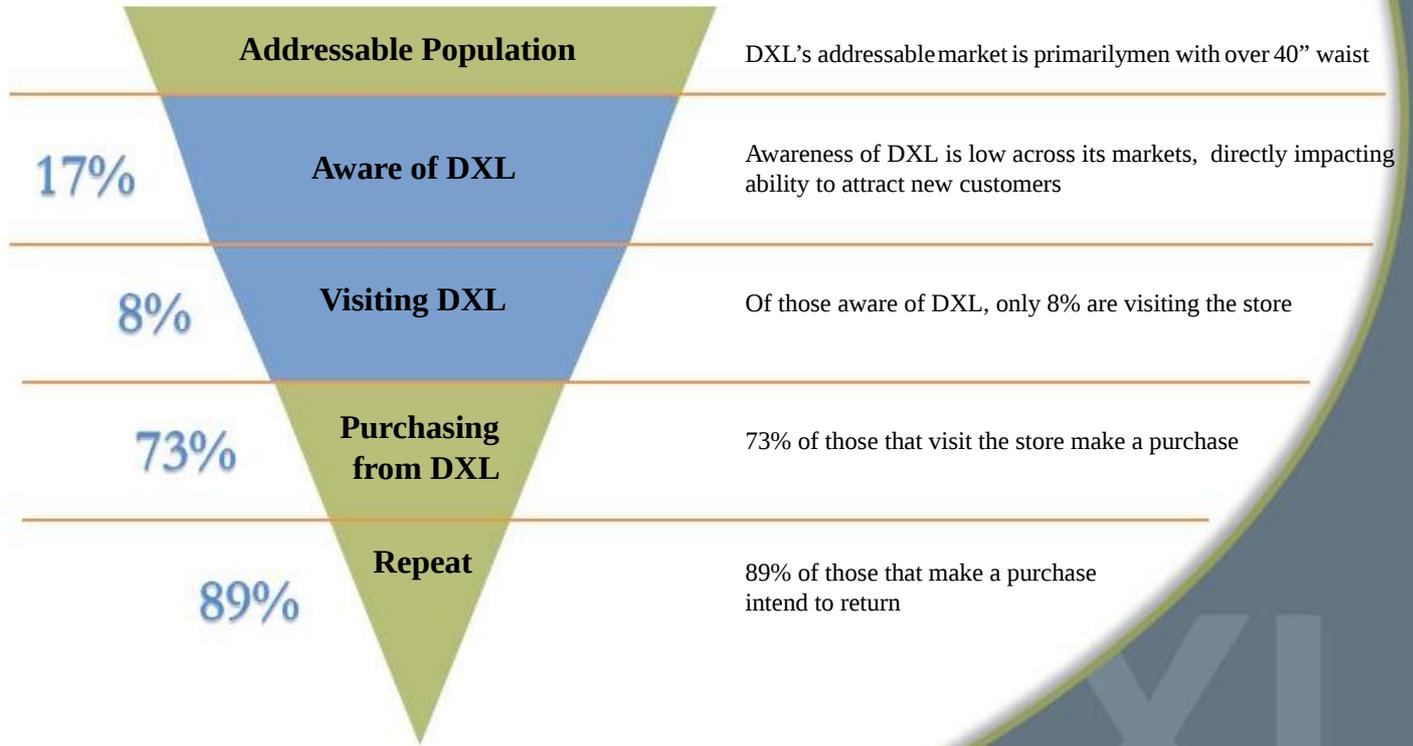
Open average of **10** DXL stores per year

Operating margins > **10%**

Generating free cash flow in the range of **\$60 - \$70M**

# Increased Awareness = Opportunity

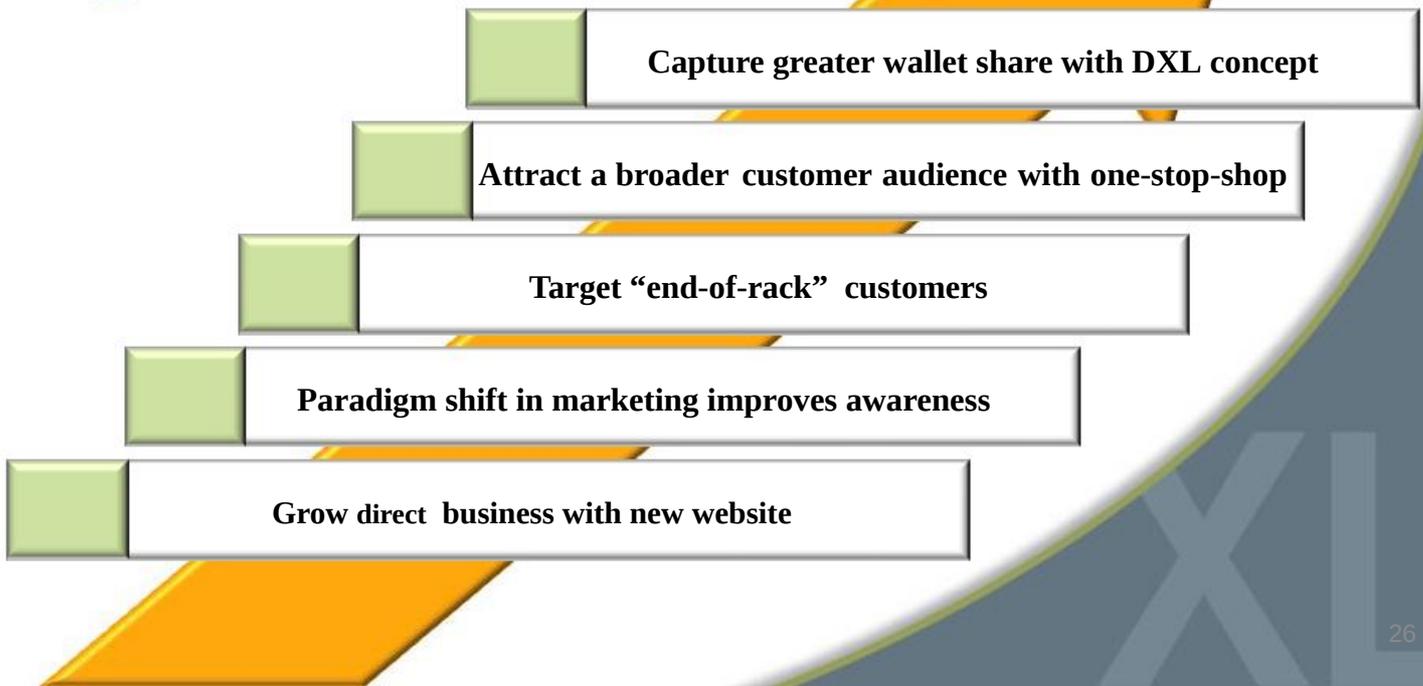
DXL Customer Purchase Funnel\*



\*Based on consumers' stated responses per L.E.K.'s survey within DXL markets  
Source: L.E.K. analysis

# Opportunity to Grow Market Share

- ★ **Addressable Market = 40M Customers**
- ★ **1.5M Currently Active Customers**
- ★ **Goal = Grow Customers by 40% Over 3 Years**



# Destination XL<sup>®</sup> Marketing Campaign

**Launched test campaign in 5 markets:**  
Memphis, Minneapolis, Denver, Atlanta and Oklahoma City

**Increased awareness by 100%  
in new markets & 38% in  
established markets**

**“End-of-rack” customer  
base grew by 38%**

**Built Stronger Brand  
to Attract and Serve  
Customers**

**Results Demonstrate  
Ability to Grow  
Market Share**

# Established Effective Marketing Mix

**6-Week Test Demonstrated TV, Radio and Digital is Most Effective Marketing Combination**



**15% sales**



**24% traffic**



**64% new customer purchases**



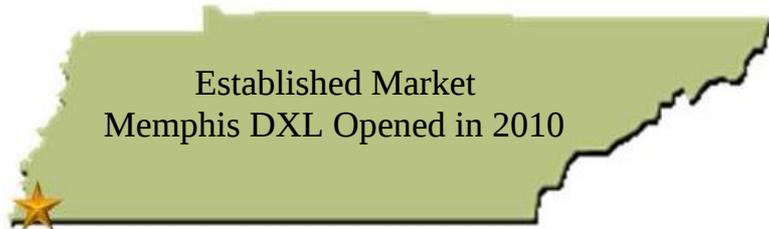
**38% market awareness**



**84% web traffic**



**7% web sales**



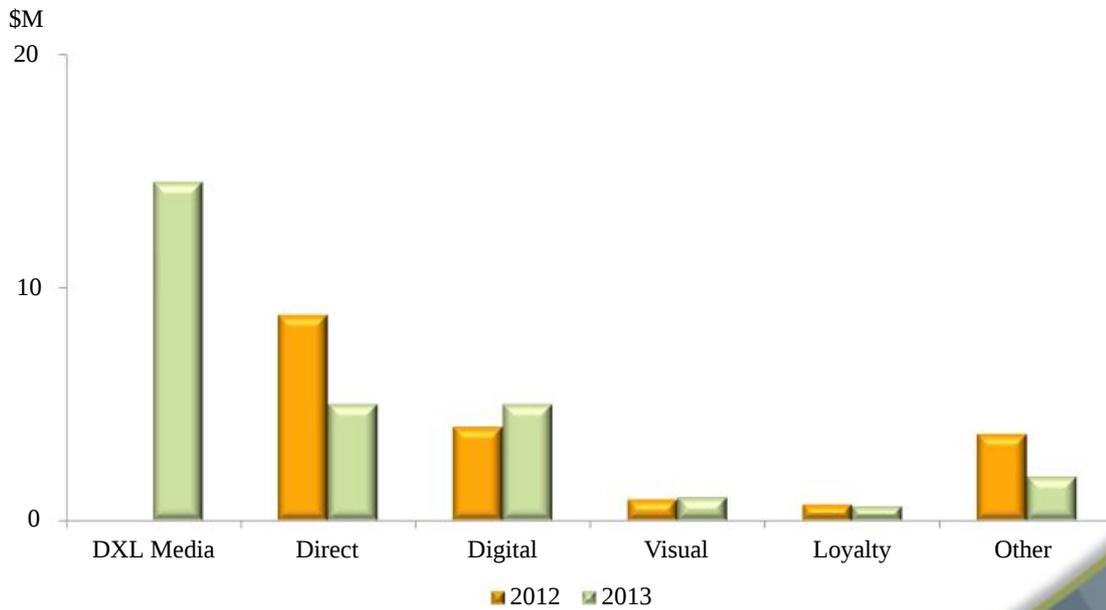
# DXL Test TV Commercial



Marketing to Customers in “No Man’s Land”

# 2013 Marketing Spend

- Increase marketing spend as percent of sales from 4.6% to 6.7%
- Launch national DXL Media marketing campaign in spring 2013



Total 50% Increase YOY  
to Drive DXL Awareness

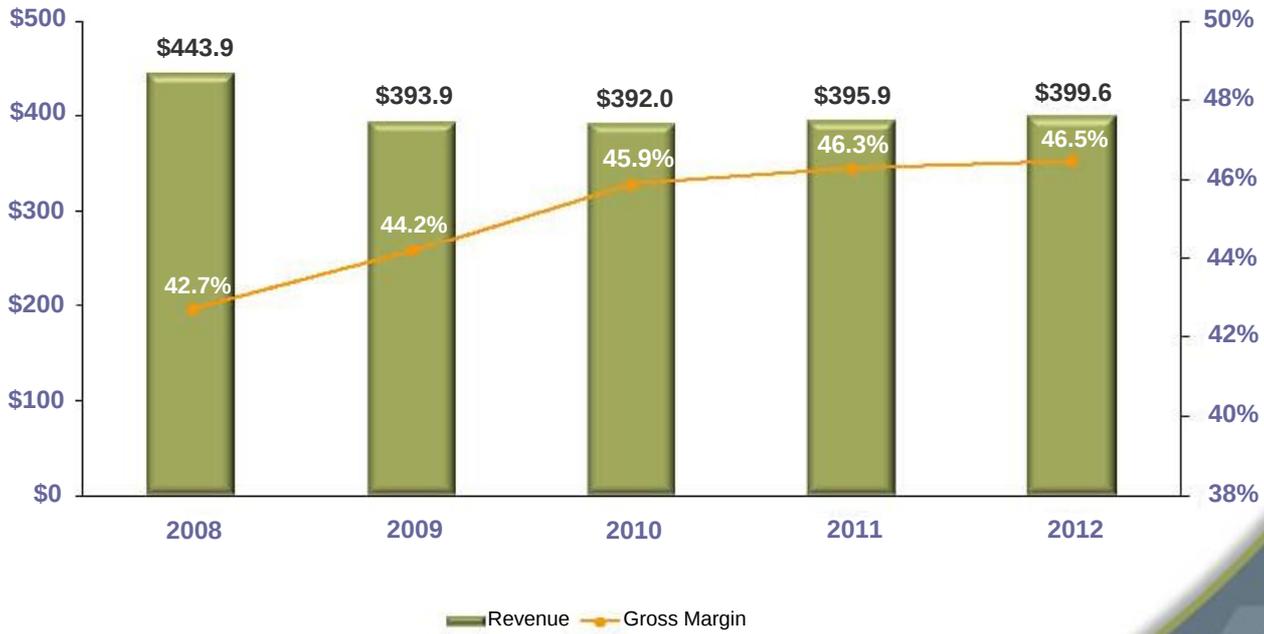
# Financial Performance

# Q4 2012 Results

- Comparable sales increased 0.5% and total sales were \$114.9M
- DXL stores represented 18% of comparable retail sales
- Comp sales for Casual Male XL stores decreased 2.3%
- U.S. direct e-commerce sales increased 13%
- Income from continuing operations was \$4.2 million, or \$0.09 per diluted share

# Sales and Gross Margin

Revenue (\$ mm)

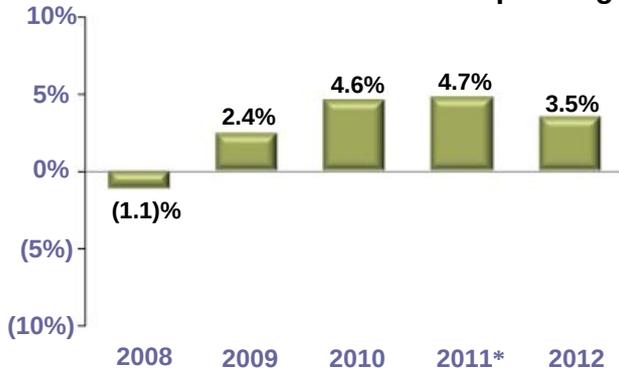


Strong gross margins provide opportunity for significant sales leverage

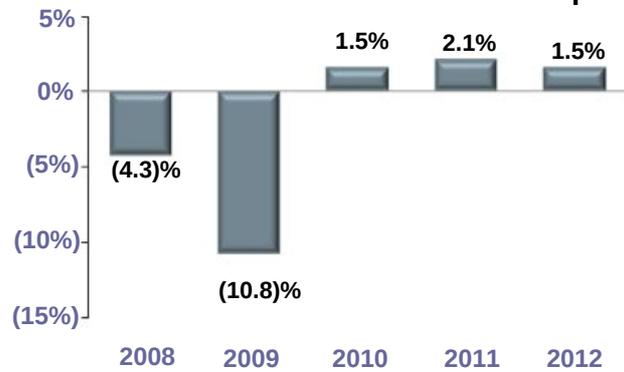
# Operating Margin & Comparable Sales

(continuing operations)

### CMRG Annual Historic Operating Margin



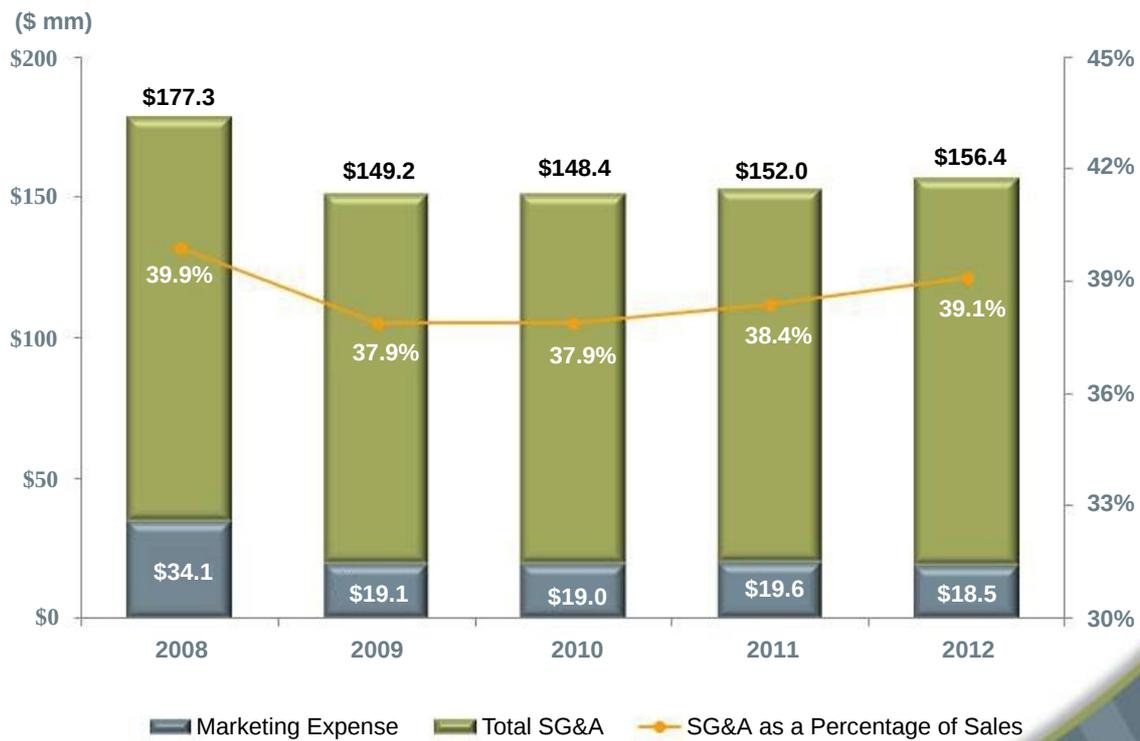
### CMRG Historical Annual Comp Sales



\* Before impairment charge of \$23.1m

Focus on improving operating margins  
through greater DXL sales

# Strict Expense Management



# Strong Debt-Free Balance Sheet

	2008	2009	2010	2011	2012
<b>Inventory</b>	\$98.6M	\$90.0M	\$92.9M	\$104.2M	<b>\$104.2M</b>
<b>Borrowing under revolver</b>	\$38.7M	\$3.5M	\$0	\$0	<b>\$0</b>
<b>Cash on hand</b>	\$5.0	\$4.3	\$4.1M	\$10.4M	<b>\$8.2M</b>
<b>Fixed term loan</b>	\$12.5M	\$7.6M	\$0	\$0	<b>\$0</b>

# Cash Flow and Capital Expenditures



# Why Invest in DXLG?

**Accelerated conversion to DXL concept creates compelling investment opportunity**

**Leader in large and growing B&T market**

**Strong gross margins; Ability to greatly improve operating margins**

**Three-year \$150M investment in DXL rollout to be funded primarily by free cash flow and deferred tax benefits**

**Significant market share/sales growth opportunity**

**Strong balance sheet with borrowing capacity**

## For additional information:

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