SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A
Amendment No. 1

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended May 4, 2002 Commission File Number 0-15898

CASUAL MALE RETAIL GROUP, INC.
(formerly known as Designs, Inc.)
(Exact name of registrant as specified in its charter)

Delaware	04-2623104
(State or other jurisdiction of incorporation of principal executive offices)	(IRS Employer Identification No.)

555 Turnpike Street, Canton, MA	02021
(Address of principal executive offices)	(Zip Code)

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

Securities registered pursuant to Section 12(b) of the Act: None

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

Common Stock, $0.01 par value
(Title of each Class)

Indicate by "X" whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

The number of shares of common stock outstanding as of June 17, 2002 was 15,994,010.

The registrant hereby amends Part I of its Quarterly Report on Form 10-Q for the period ended May 4, 2002 by replacing it in its entirety as follows:

DESIGNS, INC.
CONSOLIDATED BALANCE SHEETS
May 4, 2002 and February 2, 2002
(In thousands, except share data)

ASSETS	May 4, 2002 (unaudited)	February 2, 2002
Current assets:		
Cash and cash equivalents	$ --	$ --
Accounts receivable	278	491
Inventories	69,273	57,734
Deferred income taxes	1,082	652
Prepaid expenses	3,012	2,887
Total current assets	73,645	61,764
Property and equipment, net of accumulated depreciation and amortization	20,052	20,912
Other assets:		
Deferred income taxes	7,326	7,326
Other assets	1,072	899
Total assets	$ 102,095	$ 90,901
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 15,367	$ 7,074
Accrued expenses and other current liabilities	9,769	11,120
Accrued rent	2,651	2,541
Notes payable	33,641	27,752
Total current liabilities	61,428	48,487
Stockholders' equity:		
Preferred Stock, $0.01 par value, 1,000,000 shares authorized, none issued	--	--
Common Stock, $0.01 par value, 50,000,000 shares authorized, 17,622,000 and 17,608,000 shares issued at May 4, 2002 and February 2, 2002, respectively	176	176
Additional paid-in capital	56,237	56,189
Retained earnings	(7,099)	(5,304)
Treasury stock at cost, 3,040,000 shares at May 4, 2002 and February 2, 2002, respectively	(8,450)	(8,450)
Loan to executive	(197)	(197)
Total stockholders' equity	40,667	42,414
Total liabilities and stockholders' equity	$ 102,095	$ 90,901

The accompanying notes are an integral part of the consolidated financial statements.

DESIGNS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share data)
(Unaudited)

	Three Months Ended May 4, 2002	Three Months Ended May 5, 2001
Sales	$ 36,441	$ 39,395
Cost of goods sold including occupancy	28,448	29,990
Gross profit	7,993	9,405
Expenses:		
Selling, general and administrative	9,077	9,706
Depreciation and amortization	1,411	1,396
Total expenses	10,488	11,102
Operating loss	(2,495)	(1,697)
Interest expense, net	353	546
Loss before income taxes	(2,848)	(2,243)
Benefit for income taxes	(1,053)	(875)
Net loss	$ (1,795)	$ (1,368)
Loss per share- Basic and Diluted	$ (0.12)	$ (0.09)
Weighted average number of common shares outstanding - Basic and Diluted	14,576	14,459

The accompanying notes are an integral part of the consolidated financial statements.

DESIGNS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Three Months Ended	
	May 4, 2002	May 5, 2001
Cash flows from operating activities:		
Net loss	$ (1,795)	$ (1,368)
Adjustments to reconcile net loss to net cash used for operating activities:		
Depreciation and amortization	1,411	1,396
Issuance of common stock and options	33	30
Loss on sale or disposal of fixed assets	(26)	(8)
Changes in operating assets and liabilities:		
Accounts receivable	213	(101)
Inventories	(11,539)	(10,051)
Prepaid expenses	(125)	324
Other assets	(202)	(31)
Reserve for severance and store closings	--	(216)
Income taxes	(430)	(515)
Accounts payable	8,293	4,706
Accrued expenses and other current liabilities	(1,324)	786
Accrued rent	110	113
Net cash used for operating activities	(5,381)	(4,935)
Cash flows from investing activities:		
Additions to property and equipment	(523)	(1,959)
Proceeds from disposal of property and equipment	--	7
Net cash used for investing activities	(523)	(1,952)
Cash flows from financing activities:		
Net borrowings under credit facility	5,889	6,886
Issuance of common stock under option program	15	1
Net cash provided by financing activities	5,904	6,887
Net change in cash and cash equivalents	--	--
Cash and cash equivalents:		
Beginning of the year	--	--
End of the period	$ --	$ --

The accompanying notes are an integral part of the consolidated financial statements.

DESIGNS, INC.
Notes to Consolidated Financial Statements

1. Basis of Presentation

In the opinion of management of the Company, the accompanying unaudited consolidated financial statements contain all adjustments necessary for a fair presentation of the interim financial statements. These financial statements do not include all disclosures associated with annual financial statements and, accordingly, should be read in conjunction with the notes to the Company's audited consolidated financial statements for the year ended February 2, 2002 (included in the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission). The information set forth in these statements may be subject to normal year-end adjustments. The information reflects all adjustments that, in the opinion of management, are necessary to present fairly the Company's results of operations, financial position and cash flows for the periods indicated. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company's business historically has been seasonal in nature and the results of the interim periods presented are not necessarily indicative of the results to be expected for the full year.

2. Credit Facility

The Company had on December 7, 2000 amended and restated its credit facility with Fleet Retail Finance Inc. (the "Amended Credit Agreement"). The Amended Credit Agreement, which was further amended subsequent to the end of the first quarter of fiscal 2003, as discussed below, principally provided for an extension of the credit facility to November 30, 2003, reduced the borrowing costs and tied future interest costs to excess borrowing availability, eliminated all existing financial performance covenants and adopted a minimum availability covenant, increased the amount that could potentially be borrowed by increasing the advance rate formula to 68% from 60% of the Company's eligible inventory, provided the Company the ability to enter into further stock buyback programs and reduced the total commitment from $50 million to $45 million. Under the Amended Credit Agreement, the Company was also able to issue documentary and standby letters of credit up to $10 million. The Company's obligations under the Amended Credit Agreement continued to be secured by a lien on all of its assets. The Company was subject to a prepayment penalty for the first two years of the extended facility. The Amended Credit Agreement continued to include certain covenants and events of default customary for credit facilities of this nature, including change of control provisions and limitations on payment of dividends by the Company.

At May 4, 2002, the Company had borrowings of approximately $33.6 million outstanding under this credit facility and had two outstanding standby letters of credit totaling approximately $2.3 million. Average borrowings outstanding under this facility during the first three months of fiscal 2003 were approximately $29.5 million. The Company had average unused excess availability under this facility of approximately $6.7 million during the first three months of fiscal 2003, and unused availability of $4.3 million at May 4, 2002. The Company was in compliance with all debt covenants under the Amended Credit Agreement at May 4, 2002.

Subsequent to the end of the first quarter on May 14, 2002, the credit facility was further amended in connection with the financing for the Company's acquisition of substantially all of the assets of Casual Male Corp. and certain of its subsidiaries ("Casual Male"). See Note 5 below for further discussion regarding the acquisition.

3. Earnings Per Share

Statement of Financial Accounting Standards No. 128, "Earnings Per Share," requires the computation of basic and diluted earnings per share. Basic earnings per share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the respective period. Diluted earnings per share is determined by giving effect to the exercise of stock options using the treasury stock method. The following table provides a reconciliation of the number of shares outstanding for basic and diluted earnings per share.

(In thousands)	For the three months ended May 4, 2002	May 5, 2001
Basic weighted average common shares outstanding	14,576	14,459
Stock options, excluding the effect of anti-dilutive options for 764 and 557 shares for the three months ended May 4, 2002 and May 5, 2001, respectively	--	--
Diluted weighted average shares outstanding	14,576	14,459

Options to purchase 178,350 shares of the Company's common stock for the three months ended May 4, 2002 and options to purchase 228,600 shares of the Company's common stock for the three months ended May 5, 2001, were excluded from the computations of diluted earnings per share, in each case because the exercise price of such options was greater than the average market price per share of Common Stock for the periods reported.

4. Income Taxes

At February 2, 2002, the Company recorded an $8.0 million charge against its deferred tax asset, related to the potential that certain net operating loss carryforwards may not be realizable over the next three year period. At the end of the first quarter of fiscal 2003, the Company re-assessed the realizability of the Company's remaining deferred tax assets, net of the existing valuation allowances, and concluded that as of May 4, 2002 no additional reserves were deemed necessary.

Also, in the first quarter of fiscal 2003, the Company increased its deferred tax assets as a result of the $1 million income tax benefit recorded against the operating loss incurred during the period. At May 4, 2002, based principally on the Company's projections for pre-tax profits for the full fiscal year, the Company believes that the benefit will be realizable. Furthermore, subsequent to the end of the first quarter, on May 14, 2002 the Company completed its acquisition of Casual Male. The Company expects that the acquisition, which is described more fully in Note 6, will contribute significantly to the future profitability of the Company.

5. Related Party Transactions

Effective as of April 28, 2002, the Board of Directors approved the extension of the existing consulting agreement with Jewelcor Management Inc. ("JMI") for an additional one-year term commencing on April 29, 2002 and ending on April 28, 2003. As payment for services rendered under this agreement, the Company issued to JMI 60,659 non-forfeitable and fully vested shares of the Company's common stock. The fair value of those shares on April 29, 2002, the date of issuance, was $276,000 or $4.55 per share. Seymour Holtzman, Chairman of the Board of Directors of the Company, is President and Chief Executive Officer of JMI, and indirectly, with his wife, is the principal beneficial owner of the stock of JMI.

6. Subsequent Event- Acquisition of Assets

On May 14, 2002, pursuant to an Asset Purchase Agreement entered into as of May 2, 2002, the Company completed the acquisition of Casual Male for a purchase price of approximately $170 million, plus the assumption of certain operating liabilities. The Company was selected as the highest and best bidder for the Casual Male assets at a bankruptcy court ordered auction commencing on May 1, 2002 and concluding on May 2, 2002. The U.S. Bankruptcy Court for the Southern District of New York subsequently granted its approval of the acquisition of Casual Male on May 7, 2002.

Casual Male is a leading independent specialty retailer of fashion, casual and dress apparel for big and tall men, with annual sales that exceed $350 million Casual Male sells its branded merchandise through various channels of distribution including full price and outlet retail stores, direct mail and the internet. Casual Male had been operating under the protection of the U.S. Bankruptcy Court since May 2001.

Under the terms of the asset purchase agreement, the Company acquired substantially all of Casual Male's assets including, but not limited to, the inventory and fixed assets of approximately 475 retail store locations and various intellectual property. In addition, the Company assumed certain operating liabilities, including but not limited to, existing retail store lease arrangements and the existing mortgage for Casual Male's corporate office, which is located in Canton, Massachusetts.

The Casual Male acquisition, along with the payment of certain related fees and expenses, was completed with funds provided by: (i) approximately $30.2 million in additional borrowings from the Company's amended three-year $120.0 million senior secured credit facility with the Company's bank, Fleet Retail Finance, Inc. ("FRFI"), (ii) $15.0 million from a three-year term loan with a subsidiary of FRFI, (iii) proceeds from the private placement of $24.5 million principal amount of 12% senior subordinated notes due 2007 together with detachable warrants to acquire 1,715,000 shares of the Company's Common Stock, par value $.01 per share ("Common Stock"), at an exercise price of $.01 per share, and additional detachable warrants to acquire 1,176,471 shares of Common Stock at an exercise price of $8.50 per share, (iv) proceeds from the private placement of $11.0 million principal amount of 5% senior subordinated notes due 2007, (v) approximately $82.5 million of proceeds from the private placement of approximately 1.4 million shares of Common Stock and 180,162 shares of newly designated Series B Convertible Preferred Stock, par value $0.01 per share

("Series B Preferred Stock") (equivalent to approximately 18.0 million shares of Common Stock, conditioned upon shareholder approval for conversion), and (vi) the assumption of a mortgage note in the principal amount of approximately $12.2 million.

This transaction is described more fully in the Company's Current Report on Form 8-K filed on May 23, 2002 and Current Reports on Form 8-K/A filed on May 23, 2002 and June 14, 2002.

Part I. Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

RECENT EVENTS

Acquisition

On May 14, 2002 the Company completed the acquisition of substantially all of the assets of Casual Male and certain subsidiaries ("Casual Male") for a purchase price of approximately $170 million, plus the assumption of certain operating liabilities. The Company was selected as the highest and best bidder at a bankruptcy court ordered auction commencing on May 1, 2002 and concluding on May 2, 2002. The U.S. Bankruptcy Court for the Southern District of New York subsequently granted its approval of the acquisition of Casual Male on May 7, 2002.

Casual Male is a leading independent specialty retailer of fashion, casual and dress apparel for big and tall men, with annual sales that exceed $350 million. Casual Male sells its branded merchandise through various channels of distribution including full price and outlet retail stores, direct mail and the internet. Casual Male had been operating under the protection of the U.S. Bankruptcy Court since May 2001.

Under the terms of the asset purchase agreement, the Company acquired substantially all of Casual Male's assets including, but not limited to, the inventory and fixed assets of approximately 475 retail store locations and various intellectual property. In addition, the Company will also assume certain operating liabilities, including but not limited to, existing retail store lease arrangements and the existing mortgage for Casual Male's corporate office, which is located in Canton, Massachusetts.

The Casual Male acquisition, along with the payment of certain related fees and expenses, was completed with funds provided by: (i) approximately $30.2 million in additional borrowings from the Company's amended three-year $120.0 million senior secured credit facility with the Company's bank, Fleet Retail Finance, Inc. ("FRFI"), (ii) $15.0 million from a three-year term loan with a subsidiary of FRFI, (iii) proceeds from the private placement of $24.5 million principal amount of 12% senior subordinated notes due 2007 together with detachable warrants to acquire 1,715,000 shares of the Company's Common Stock, par value $.01 per share ("Common Stock"), at an exercise price of $.01 per share, and additional detachable warrants to acquire 1,176,471 shares of Common Stock at an exercise price of $8.50 per share, (iv) proceeds from the private placement of $11.0 million principal amount of 5% senior subordinated notes due 2007, (v) approximately $82.5 million of proceeds from the private placement of approximately 1.4 million shares of Common Stock and 180,162 shares of newly designated Series B Convertible Preferred Stock, par value $0.01 per share ("Series B Preferred Stock") (equivalent to approximately 18.0 million shares of Common Stock, conditioned upon shareholder approval for conversion), and

(vi) the assumption of a mortgage note in the principal amount of approximately $12.2 million.

Proposed Corporate Name Change

In view of the significance of the Casual Male acquisition to the growth and future identity of the Company, the Board of Directors will be recommending to its stockholders at the Company's Annual Meeting of Stockholders scheduled for August 8, 2002 that the Company change its name to "Casual Male Retail Group, Inc." The Company believes that Casual Male will be a significant future contributor to the Company's overall business and that it will be important to align the customer and investor identification of the Company with the Casual Male store concept.

Planned Divestiture

On June 11, 2002, the Company announced that it planned to divest its loss prevention services subsidiary, LP Innovations ("LPI"), enabling the business to become an independent company operating under its existing LPI management. LPI, a subsidiary of Casual Male, was acquired as part of Casual Male acquisition.

LPI, which provides loss prevention services and system solutions primarily to the retail industry, is expected either to be sold to a company outside of the retail sector, or to be subject to a distribution of LPI stock pro-rata to the Company's stockholders, which in either case will result in the LPI business being held by an independent company. Any public stock received by Designs in the sale of LPI will be distributed pro rata to the Company's stockholders.

RESULTS OF OPERATIONS

Sales

Sales for the first quarter of fiscal 2003, which ended May 4, 2002, were $36.4 million as compared to sales of $39.4 million in the first quarter of fiscal 2002. Comparable store sales for the first quarter decreased 9%. The first quarter sales performance primarily reflected the unseasonably cold weather experienced during the month of April, which resulted in significantly reduced customer traffic in the outlet malls. The Company believes that its merchandise inventories are well positioned and at appropriate levels in anticipation of an increase in customer traffic in the warmer weeks of spring. Comparable stores are retail locations that have been open at least 13 months. Of the 105 stores that the Company operated at May 4, 2002, 95 were comparable stores.

Gross Profit Margin

Gross profit margin, inclusive of occupancy costs, was 21.9% for the first quarter of fiscal 2003 as compared to 23.9% in the first quarter of the prior year. The majority of the decrease in margin was due to the deleveraging of occupancy costs to sales of 1.9 percentage points. The Company's initial merchandise margins continue to be lower than expectations due to a lack of availability of close-out merchandise, therefore resulting in the Company having to purchase higher cost merchandise. The Company's markdowns rates on merchandise were consistent with the prior year.

The Company has made several opportunistic purchases of higher margin fall merchandise which the Company expects will benefit gross margin in the second half of fiscal 2003.

Selling, General and Administrative Expenses

Set forth below is certain information concerning the Company's selling, general and administrative expenses for the three months ended May 4, 2002 and May 5, 2001, respectively.

(In thousands, except percentage data)	May 4, 2002 $	% of sales	May 5, 2001 $	% of sales
For the three months ended:				
Store payroll	$ 4,354	11.9%	$ 4,986	12.7%
Other SG&A	$ 4,723	13.0%	$ 4,720	12.0%

The majority of the decrease in total selling, general and administrative expense was a result of improvements in store payroll, which decreased 0.8% as a percentage of sales. The Company continues to focus on its cost reduction efforts and expects to continue to show favorable decreases over the prior year.

Depreciation and Amortization

Depreciation and amortization expense for the three months ended May 4, 2002 increased slightly by 1.1% from the prior year primarily due to the opening of new stores and the remodeling of existing stores.

Interest Expense, Net

Net interest expense was $353,000 and $546,000 for the three months ended May 4, 2002 and May 5, 2001, respectively. The decrease was attributable to favorable interest rates on borrowings under the Company's revolving credit facility as compared to the prior year.

Income Taxes

At February 2, 2002, the Company recorded an $8.0 million charge against its deferred tax asset, related to the potential that certain net operating loss carryforwards may not be realizable over the next three year period. At the end of the first quarter of fiscal 2003, the Company re-assessed the realizability of the Company's remaining deferred tax assets, net of the existing valuation allowances, and concluded that as of May 4, 2002 no additional reserves were deemed necessary.

Also, in the first quarter of fiscal 2003, the Company increased its deferred tax assets as a result of the $1 million income tax benefit recorded against the operating loss incurred during the period. At May 4, 2002, based principally on the Company's projections for pre-tax profits for the full fiscal year, the Company believes that the benefit will be realizable. Furthermore, subsequent to the end of the first quarter, on May 14, 2002 the Company completed its acquisition of Casual Male. The Company expects that the acquisition, which is described more fully in Note 6, will contribute significantly to the future profitability of the Company.

Net Loss

Net loss for the three months ended May 4, 2002 was $1.8 million or $0.12 per diluted share as compared to a net loss of $1.4 million or $0.09 per diluted share for the three months ended May 5, 2001. The decrease in earnings in the first quarter as compared to the prior year was primarily due to the sales shortfall experienced in April as a result of the unseasonably cold weather and consequently reduced customer traffic.

SEASONALITY

Historically, the Company has experienced seasonal fluctuations in revenues and income with increases occurring during the Company's third and fourth quarters as a result of "Fall" and "Holiday" seasons. Although the Company's business is principally located in outlet centers, the Company continues to experience a significant portion of its revenue and income in the second half of the year.

LIQUIDITY AND CAPITAL RESOURCES

The Company's primary cash needs are for working capital, essentially inventory requirements, and capital expenditures. Because the Company's retail stores are primarily in the outlet channel of distribution, opportunistically acquiring close-out merchandise is an integral part of the Company's business. In addition, the Company's capital expenditure program has included projects for new store openings, remodeling existing stores, and improvements in its systems infrastructure. For fiscal 2003, the Company expects that much of the Company's capital requirements will be used for expansion of its Candies(R) and Ecko Unltd.(R) outlet stores.

As previously discussed, the Company's recent acquisition of Casual Male was funded through a combination of the issuance of new debt and new equity. The Company anticipates that cash flow from operations and availability under the Company's amended $120 million credit facility with FRFI will be sufficient to meet all debt payments and operating needs of the business.

During the first three months of fiscal 2003, cash used for operations was $5.4 million as compared to cash used for operations of $4.9 million for the first three months of the prior year. Cash from operations as compared to the prior year decreased $1.7 million due primarily to timing of merchandise receipt of inventory and the decrease in earnings during the first quarter as compared to last year.

At May 4, 2002, total inventory equaled $69.3 million, compared to $57.7 million at February 2, 2002. This increase in inventory is in part seasonal and reflects the receipt of merchandise in preparation for the late spring and summer selling seasons and certain opportunistic purchases of inventory. The Company stocks its Levi's(R)/Dockers(R) Outlet stores with Levi's(R) and Dockers(R) manufacturing overruns, merchandise specifically manufactured for The outlet stores and discontinued lines and irregulars all purchased primarily from Levi Strauss & Co. By their nature, manufacturing overruns, and discontinued or irregular merchandise, including the most popular Levi Strauss & Co. styles of merchandise, and the breadth of the mix of this merchandise, are subject to limited availability. As previously discussed, the availability of such close-out merchandise has been limited for the Company's spring and summer selling seasons and the Company has had to supplement its merchandise offerings with higher cost merchandise from Levi Strauss & Co. The Company has acted on several opportunistic purchases which should benefit the fall selling season. The Company will continue to evaluate additional opportunities to purchase quantities of Levi's(R), Dockers(R) and Slates(R) brand products.

Total cash outlays for capital expenditures, net of landlord allowances, for The first three months of fiscal 2003 were $523,000 compared to $3.2 million during the first three months of fiscal 2002. During the first three months of fiscal 2003, the Company opened four new Candies(r) outlet stores, three of which were carve-outs from the Company's existing Levi's(R)/Dockers(R) Outlet stores. The Company's fourth Candies(r) Outlet store to open in the first quarter of fiscal 2003 was in Las Vegas, Nevada and represents the Company's first of several West Coast locations to be opened in fiscal 2003.

The Company expansion plan for fiscal 2003 includes a total of 15 to 20 new outlet store openings which will include additional Candies(r) outlet stores as well as EcKo Unltd.(r) outlet stores.

During the first three months of fiscal 2003, a portion of the Company's cash needs came from borrowings under its bank credit facility. At May 4, 2002, the Company had borrowings of approximately $33.6 million outstanding under this credit facility and had two outstanding standby letters of credit totaling approximately $2.3 million.

The Company's working capital at May 4, 2002 was approximately $12.2 million, compared to $13.3 million at February 2, 2002. This decrease in working capital was primarily attributable to capital expenditures incurred for new and remodeled stores.

The foregoing discussion of the Company's results of operations, liquidity, capital resources and capital expenditures includes certain forward-looking information. Such forward-looking information requires management to make certain estimates and assumptions regarding the Company's expected strategic direction and the related effect of such plans on the financial results of the Company. Accordingly, actual results and the Company's implementation of its plans and operations may differ materially from forward-looking statements made by the Company. The Company encourages readers of this information to refer to Exhibit 99 to the Company's Form 8-K, filed with the Securities and Exchange Commission on April 28, 2000, which identifies certain risks and uncertainties that may have an impact on future earnings and the direction of the Company.

ITEM 3. Quantitative and Qualitative Disclosures About Market Risk

In the normal course of business, the financial position and results of operations of the Company are routinely subject to a variety of risks, including market risk associated with interest rate movements on borrowings. The Company regularly assesses these risks and has established policies and business practices to seek to protect against the adverse effect of these and other potential exposures.

The Company utilizes cash from operations and short-term borrowings to fund its working capital needs. Borrowings under the Company's bank credit agreement, which expires in November 2003, bear interest at variable rates based on FleetBoston, N.A.'s prime rate or the London Interbank Offering Rate ("LIBOR"). These interest rates at May 4, 2002 were 4.75% for prime based borrowings and included various LIBOR contracts with interest rates ranging from 3.870% to 4.374%. Based upon sensitivity analysis as of May 4, 2002, a 10% increase in interest rates would result in a potential cost to the Company of approximately $140,000 on an annualized basis. In addition, the Company has available letters of credit as sources of financing for its working capital requirements.

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.

CASUAL MALE RETAIL GROUP, INC.

Date: September 11, 2002

By: /s/ Dennis R. Hernreich

Name: Dennis R. Hernreich

Title: Senior Vice President and Chief Financial Officer

Casual Male Retail Group, Inc.
Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, David A. Levin, certify that:

1. I have reviewed this report on Form 10-Q/A of Casual Male Retail Group, Inc. (formerly Designs, Inc.);

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; and

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

Date: September 11, 2002

/s/ David A. Levin

David A. Levin
Chief Executive Officer
(Principal Executive Officer)

I, Dennis R. Hernreich, certify that:

1. I have reviewed this report on Form 10-Q/A of Casual Male Retail Group, Inc. (formerly Designs, Inc.);

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; and

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

Date: September 11, 2002

/s/ Dennis R. Hernreich

Dennis R. Hernreich
Chief Financial Officer
(Principal Financial and Accounting Officer)