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May 27, 2016

BY EMAIL

Beth McCague
Interim Executive Director
Jacksonville Police and Fire Pension Fund
1 W. Adams St. # 100
Jacksonville, Florida 32202

Re: Tailored Brands, Inc. Securities Litigation – Retention Letter

Dear Beth:

This letter is to set forth terms under which this firm has agreed to represent the Jacksonville Police and Fire Pension Fund (“Jacksonville”) as a plaintiff in litigation which was initiated in the United States District Court for the Southern District of Texas, relating to the conduct of Tailored Brands, Inc. (“TLRD”), f/k/a Men’s Wearhouse, Inc. Prior to commencing this litigation on Jacksonville’s behalf, Jacksonville was given an opportunity to review a draft of a complaint.

This litigation is being pursued as a class action on behalf of a class of persons who purchased the securities of TLRD between June 16, 2014 and December 9, 2015, inclusive, and were damaged thereby. As a proposed class representative, and as someone on whose behalf this action is to be brought, Jacksonville’s responsibilities in this litigation involve representing Jacksonville’s interests and the interests of the investors of TLRD as well as in the vigorous prosecution of the litigation. Jacksonville’s responsibilities may include participating in discovery by, for example, providing information concerning its investments in TLRD, reviewing and verifying discovery responses that are provided to the defendants, testifying at a deposition and/or at trial, and participating in any evaluation of the case with counsel. As Jacksonville’s counsel, we will keep Jacksonville apprised of the progress of this litigation so Jacksonville can monitor it for the other investors.

Jacksonville understands and agrees that in the course of this class litigation, we may employ and/or work with other law firms (such as local counsel located in the Southern District of Texas where the case is pending) and that we may divide any fees we receive with such other law firms in proportion to the services performed by each firm. As part of representation, the

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law firm of Klausner, Kaufman, Jensen & Levinson will participate in the action and will receive attorneys' fees not to exceed 10% of any attorneys' fees awarded to Bernstein Liebhard.

We agree to represent Jacksonville and other class members in this litigation on a fully contingent basis. This means that if, and only if, the lawsuit generates a fund for the class, will we seek payment of our fees. The payment of our fees and the reimbursement of our expenses in this case are subject to Court approval. It is our practice to seek to have our fees calculated as a percentage of the full amount of the fund, *i.e.* as a percentage of the amount in the fund before the deduction of our Court-approved fees and expenses. Historically, courts have awarded between 25% to 40% of the total amount recovered for the class as appropriate legal fees plus reimbursement for all out-of-pocket expenses incurred by the attorneys. In this case, Bernstein Liebhard will not seek a fee greater than 25% of the recovery without further approval from Jacksonville. If there is no recovery for the class, we will recover no fees.

We agree to advance all costs and expenses that we deem necessary to prosecute the case. Such costs and expenses typically include items such as telephone, copying and mailing charges, as well as more substantial items, such as the cost of travel, deposition and trial transcripts, and expert witness and consultant fees. If the lawsuit generates a fund for the class, we will seek, exclusively by application to the Court, to have our costs and expenses paid from the fund. If the lawsuit does not result in a recovery for the class, Jacksonville is not responsible for any attorneys' fees or expenses.

With respect to any monies recovered from defendants on behalf of the class, such fund, after deduction of Court-approved attorneys' fees and expenses, will be divided amongst the members of the class under Court supervision on a proportionate basis determined by the loss incurred by each of the members of the class. Under the rules governing class action litigation, the named plaintiffs obtain the same proportionate recovery based upon their actual losses suffered as the other members of the class. However, it is possible to request from the Court the approval to provide an additional amount to named plaintiffs to reimburse them for reasonable costs and expenses (including lost wages) directly relating to the representation of the class. For example, Jacksonville may be required to provide testimony at deposition and trial, if necessary, and to provide discovery at the defendants' request. If Jacksonville incurs such costs we will, if appropriate, apply to the Court, on Jacksonville's behalf, for reimbursement of these expenses.

Our files and papers compiled in connection with our investigation and prosecution of this matter constitute the work product and property of this firm and any other firms with which we associate over which we have complete control with respect to its use and/or disclosure.

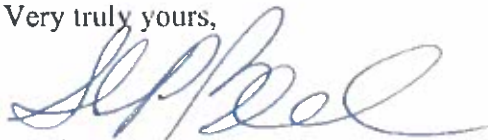
We look forward to representing Jacksonville as we prosecute these claims to recover the losses and damages which your fund and the other investors in TLRD have suffered as a result of the wrongdoing perpetrated by the defendants.

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If the foregoing is agreeable to Jacksonville, kindly sign two copies of this letter. Please return one to us, and retain the duplicate copy of this letter for your records.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'S. Bernstein', written over a light blue horizontal line.

Stanley D. Bernstein

Beth McCague
Interim Executive Director
Jacksonville Police and Fire Pension Fund